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AGE OF WORMS
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34 THE HALL OF HARSH REFLECTIONS
by Jason Bulmahn
The Free City: a shining gem in the crown of cultured civilization. Beneath the surface of this bustling metropolis is a rot, festering in the darkness, manipulating the lives of those unaware of its presence. Now a small adventuring band from out of town may be in over their heads. Their actions in Diamond Lake have attracted the wrath of one of the city's hidden masters. A gang of infiltrators and an enigmatic mastermind plot their destruction, and only tracing the rot to the root can stop the onslaught. An Age of Worms Adventure Path adventure for 7th-level characters.

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Phillip Larwood
The once-dwarven wizard Hehranna knows that her previous race, for all its pride and skill, is hampered and distracted by lesser concerns—family, friendship, emotion. Once they join the Hive, they won't begrudge a few moments of pain in exchange for the industrious awakening she has to offer them. A D&D adventure for 5th-level characters.

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James Ryman illustrates a confrontation with a classic D&D monster at its best.

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"I could feel the soft, shivering touch of the lips on the super sensitive skin of my throat, and the hard dents of two sharp teeth, just touching and pausing there. I closed my eyes in languorous ecstasy and waited, waited with beating heart."

Bram Stoker
"Dracula"

DUNGEON ADVENTURE PLAYER REWARDS!

Take advantage of the RPGA'S Player Rewards program by scoring points with the adventures from this issue of DUNGEON! Each adventure is worth 2 D&D Player Rewards points, and remains active until 11/28/05.

RPGA NETWORK

Drop by rpga.com for more details, and use the following adventure codes:

The Hall of Harsh Reflections (127HR1DN)
The Hive (127HI1DN)
Dungeon of the Crypt (127DC1DN)

DOPPEL YOUR PLEASURE

Quite by happenstance, all three adventures this month feature doppelgangers. This didn't seem like a problem at first, since doppelgangers are classic monsters from the game's earliest days who haven't been seen much in these pages in the last couple years. While there's nothing quite like surprising jaded 30-something players with the latest creature from an obscure source, I have a very soft spot in my heart for critters that existed in the first edition of the game, in particular those from the original AD&D *Monster Manual*.

That tome introduced the black pudding, beholder, carrion crawler, couatl, most of the demons and devils, all of the chromatic and metallic dragons, djinni, efreet, green slime, intellect devourer, lamia, nightmare, purple worm, quasit, rust monster, and dozens of other creatures that have existed in every edition of the game, usually right up front with the first official monster books released for the new edition. Sure, classics like the drow and githyanki appeared in later first edition sources, and new creatures like the tiefling, choker, and grick have managed to push their way into the canon of "must have" D&D foes, but that original *Monster Manual* has the greatest concentration of classic monsters short of Gary Gygax's late 1970s miniatures case. And the shape-changing doppelganger, brilliantly realized by the late David C. Sutherland III, stands firmly in the center of the pack.

But the doppelganger has a quality most other classic D&D monsters lack: used poorly, it can absolutely destroy a campaign. As the original *Monster Manual* puts it: "Having become the double for a person, they attempt to do away with that victim and assume its place." The modern description is very similar. If you're looking to pull a switcheroo on your PCs by having a trusted NPC turn evil, it's difficult to find a better option than a doppelganger. But if you use them how they were originally intended, to replace one of the PCs, you've got a potentially explosive situation on your hands.

Let's say you want the doppelganger to ambush a PC, assume that PC's identity, and then infiltrate the party for a last-minute betrayal at a dramatically appropriate time. If you run the ambush in front of all of the characters, everyone has to pretend that they don't know about the threat in their midst, and the final "reveal" lacks excitement. Taking the ambushed player out of the room for a brief bit of one-on-one roleplaying only results in boring the rest of the players, who will probably assume that they can't completely trust their now close-lipped friend.

We knew we wanted to use doppelgangers in the Age of Worms Adventure Path, and we knew we wanted to have them infiltrate the party, but until we started playing with the repercussions of this tactic, we had no idea how much trouble we had invited upon ourselves. At one point, Editorial Assistant Jeremy Walker sent around an email (called "Hall of Harsh Reflections Protest," no less) in which he listed several problems with the infiltration angle, most of them objecting to what an absolute hose-job we were trying to pull in order to use the creatures as intended without ruining the surprise. When one of the editors uses the phrase "it completely violates the trust a player has in his DM not to screw him over by fiat," you know you've got to go back to the drawing board.

The final result, as explained in "The Hall of Harsh Reflections," involves the only really fair way to pull off this type of deception: getting one of the players in on it before the game even begins. If that doesn't work, perhaps it's best to leave out the infiltration angle entirely, since doppelgangers' ability to mimic just about anyone allows plenty of opportunities in the realm of the NPC alone.

But there's something primal about using a D&D monster in the way in which it was intended to be used. Choose your PC cohort carefully, and have fun wrecking the party.

ERIK

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Tell us what you think of this issue.

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Check out the DUNGEON messageboards at paizo.com/dungeon

Dungeon #124

The Age of Worms Adventure Path kicked off in style as part of our oversized 124th issue. Written by Editor-in-Chief Erik Mona, "The Whispering Cairn" introduced players and DMs alike to the corrupt mining town of Diamond Lake, where a man's life is worth less than his spitoon. A detailed backdrop and poster map finished out the package, and set the stage for the first three Age of Worms adventures. Reader response has been more positive than Erik ever hoped for, and we're all excited to see where the series goes from here.

James Wyatt and Andy Collins authored last year's D&D Open tournament at Gen Con Indy, and in the tradition of classic tournament adventures like *The Hidden Shrine of Tamoachan* and *Ghost Tower of Inverness*, we decided to republish their EBERRON-spanning epic as a complete Campaign Arc. 124's "Temple of the Scorpion God," the second in the three-part series, brought the heroes to the unexplored "lost" continent of Xen'drik, and introduced a whole new type of dark elf (hint: they aren't just about spiders anymore).

Exactly one year before issue #124 hit stands, DUNGEON celebrated the 30th anniversary of D&D with a special issue that contained one 97-page adventure, the infamous "Maure Castle." This year we decided to return to that haunted ruin, with Robert J. Kuntz (co-DM of Gary Gygax's original Greyhawk campaign) as our distinguished guide. Look for more new levels of Maure Castle from Kuntz in these pages in the years to come.

Back issues of DUNGEON #124 and dozens of other great issues are available at paizo.com.

Prison Mail

Purple's Our Favorite Color

It is because I live on the wrong side of the pond that I don't subscribe to DUNGEON or DRAGON, but I do read both. I've done so for decades, but it's only since third edition D&D that they've become must-buys. I've got to say that I've never enjoyed either magazine as much as I do today. Sometimes I go a month without buying them, but then I get two issues of each at once and I'm tricked out with D&D reading material for the next four weeks.

That just happened with DUNGEON #124 and #125, so I've only just finished reading #124. And I thought it was about time I wrote to say how much I have enjoyed DUNGEON of late (and this issue in particular). "The Whispering Cairn" is the best first-level scenario I've read in quite a while (and there has been no shortage of good low-level material recently). I was really pleased to see such deadly traps employed. I don't want to kill off my players at every opportunity, but they know me better than to assume that, just because their PCs are low-level, I'm not going to place them in potentially fatal danger. I thought you got it just right. A great scenario.

Some of the prose leant a little toward the purple end of the spectrum: "a gaggle of grasping miners" from the background article, page 49, are separated by a couple of colums of text from the "gaggle of gambling dens" on page 50. And see if you can spot what's wrong with this description from page 37: "a unique tattoo identical to the one..." Nitpicking aside, the adventure and the background article were both colorful and enticing. I look forward to running an Age of Worms campaign.

The rest of the issue was on form, too. The EBERRON adventure could easily adapt to a non-EBERRON setting (we don't play EBERRON but haven't ruled out the possibility of running it one day) and Robert J. Kuntz's "Chamber of Antiquities" had some cracking ideas in it, the stuff of classic, high-level D&D. Hordlings are just so... er... good.

All the comic strips made me laugh this month, as did Wil Wheaton's "Orc & Pie" piece. The Dungeoncraft and Campaign Workbook articles also did the business. While I don't usually learn much from Monte's articles, I think they're a great resource for less-experienced DMs (I'm not big-headed, just long in the tooth), and they're always a pleasure to read, while the Campaign Workbook pieces consistently encourage me to pay attention to the minutiae of DMing. One last thing, though: a recent study confirmed that the ostensible quality of a perfume has no bearing on its efficacy. Indeed, that's why what the stuff actually smells like is never used in the product's marketing. Now I'm nitpicking again, so if you'll excuse me, I'll go get sucked into #125 instead.

Sean Masterson
Via Email

Thanks for the kind words about "The Whispering Cairn" and the Diamond Lake backdrop, Sean. To tell the truth, I was very self-conscious about contributing the first installment of the campaign. It's a lot easier to get an adventure accepted by DUNGEON's brutal editorial team when you're the boss of that team, but it was so important to me that the Age of Worms Adventure Path start out with the right tone and style

that I decided to throw caution to the wind and do it myself. The whole process taught me a lot about what our authors go through in order to appear in the magazine, and let me just say that it's far from easy work.

As for the "purpleness" of my prose, all I can say is that when you're going in full-bore DUNGEONS & DRAGONS *mode, it's sometimes a little difficult to avoid the florid language. When you add the vocabulary of a lifelong English fanatic and what our Art Director Sean Glenn would call a pedantic appreciation for big words (thank you, Gary Gygax), you can see where the problems might start to seep in. Fully conscious of this, I decided to err on the side of self-criticism by naming one of Diamond Lake's madams after my evil crimes. She's called, you guessed it, "Purple Prose."*

Mini Musings

First off, I just wanted to say how pleased I am with how the new Adventure Path started off. Great work, Erik Mona! Very impressed! I think you guys will be able to top off the Shackled City Adventure Path. Well anyways, besides throwing some well-deserved praise your way, I also wanted to ask you a question that may seem very stupid, but I had to ask. I was just visiting your website and saw a little sidebar with a link to a page about miniatures for the Age of Worms and "The Whispering Cairn," and was curious about some of the metal figurines. Some were painted, and I noticed that I could purchase them through your website. Do these miniatures all come pre-painted?

Raymond Bright
Via Email

While we do sell many pre-painted miniatures on the paizo.com website (notably Wizards of the Coast's excellent DUNGEONS & DRAGONS *Miniatures line), the majority of the recommended minis on our site are of the unpainted lead-free pewter variety.*

Speaking of miniatures, stop by your local game stores this month to check out Paizo's newest product line, GameMastery: Compleat Encounters, *packs of three metal miniatures complete with a short adventure and full-color map tiles. The first set,* Dark Elf Sanctum, *features miniatures designed by fan-favorite artist Wayne Reynolds, maps by Christopher West, and an adventure from Mike Mearls. We're extremely excited about the talent we've lined up for this series, and look forward to bringing you dozens of new sets in the future. See paizo.com for more details.*

What's Demon Boy's AC?

The first part of the Age of Worms was fantastic. It is already building up to be an excellent series. I loved the format you used for the NPC statistics. The only thing that was missing for me was pregenerated PCs to allow gamers without ready PCs to start the Adventure Path straight away. I was looking forward to seeing the statistics for the PCs in your game.

J Lee Danby
United Kingdom

While they haven't yet posted their character sheets online, both James Jacobs and Jeremy Walker are keeping campaign journals on the paizo.com message boards. Their amusing updates generally appear weekly, and give a good idea of how things went in our office game. Age of Worms fans and obsessive stalkers of the DUNGEON *staff will probably get a huge kick out of some of the antics, and the fact that James and Jeremy play some of the most misanthropic characters in the group adds a certain sting to the updates. If you bug them loudly enough, they might just post their characters after all.*

Errors are Teh Suck

I really enjoyed issue #124. "The Whispering Cairn" is a very promising start to your new Adventure Path. The detailed background setting, the area's history, and the myriad plots really help make the adventure more than just another dungeon crawl with big monsters. The Wind Duke's tomb was one of the more original dungeons I have seen in recent issues.

However, the adventure is rather complicated at times, and I found several errors which made things a bit more confusing.

Area **8** is mentioned several times in pages 23–26, but on the "The Whispering Cairn" map on page 22, there is no area **8** labeled. I kept searching for area **8** on the map and was rather confused about what section of the dungeon was being referring to until I looked at the later maps in the adventure. The tiny tunnel running off to the northeast in "The Whispering Cairn" map should have been labeled as area **8**.

You make several references to the "Ghosts in the Machine" sidebar, (such as on page 28) but there is no such sidebar. "Ghosts in the Machine" is just a section in the middle of the adventure. I realize that removing the sidebar was probably done to save space, but the error is still confusing.

Finally, I was a bit confused by these lines on page 23: "The index finger, originally curled under the thumb (see illustration), was broken off by tomb raiders centuries ago and now rests amid the rubble in area **5**. The extended fingers represent a clue to the location of the of the true tomb." The illustration didn't show me which direction the broken finger was supposed to point. Was the broken finger supposed to point upwards, thus revealing that the true tomb was above the PC's? But the above text refers to fingers, not a single finger, so was it referring to the fingers that weren't broken off? Those seemed to point wherever the sarcophagus was pointing to, so I'm not sure how they are pointing to the location of the true tomb. I thought the whole idea of this was that if players found the broken finger it would give them a clue to where the actual tomb was, but the text description is confusing and vague.

Most of these errors are problems with the final layout and compilation of the various parts of the adventure. But making sure that the titles of sidebars and the maps and each section of the adventure all fit together does make a difference. I realize that you were probably in a rush to get this adventure finished, and with such a long adventure, mistakes do creep in. But as you work on future sections in the Adventure Path, I hope you check the final product a little more carefully. Also, if you ever reprint this adventure as a hardbound *Age of Worms* book (as you did with *Shackled City*), I hope you fix these errors.

Errors notwithstanding, this was a really interesting adventure, and I am eagerly looking forward to issue #125 to learn more about Diamond Lake and to see how the plot develops.

Asa Swain
Via Email

Well, Asa, when you're right, you're right. Deciding to put the area **8** *map tag on a later map was a mistake, but we're glad that you were*

able to make the Search check required to track it down. The "Ghosts in the Machine" sidebar was put into running text at the very last moment, and we forgot to change the sidebar references. Again, pretty easy to figure out, but we should have done that work for you.

The clue related to the broken finger on the sarcophagus lid was so complex that many DMs missed my intent. Here's the deal (everyone, get out your maps): The "default" position of the sarcophagus has the head pointing west, toward the orange lantern. The three fingers represent the three clockwise "clicks" required to point the sarcophagus in the right direction. Without the missing finger, the PCs don't know to rotate the sarcophagus three or four clicks (and, really, most of them probably don't understand the clue at all, because it is pretty obscure).

Sorry again about the errors in the adventure. If we ever get around to compiling the Age of Worms into a hardcover like we did for the Shackled City, you can be sure that these (and other) errors in the series will be addressed.

Next Month in Dungeon

Dungeon #128

Shut In
by F. Wesley Schneider and James Sutter
An elusive killer is leaving a trail of noble blood across the city. When the PCs are recruited to protect an influential spinster, they discover that more is afoot at Dromdal House than anyone suspects. In fact, they may be the ones who need protection from their aging ward. A D&D adventure for 2nd-level characters.

The Champion's Belt
by Tito Leati
The hidden masters of the Ebon Triad have something special planned for the culmination of the Champion's Games: a foul ritual designed to transform the arena into a stage of enormous carnage to honor their dark overgod. To stop them, the PCs must explore the arena's complex understructure and destroy his pet monster before it's too late. An Age of Worms Adventure Path scenario for 9th-level characters.

The Fireplace Level
by Eric L. Boyd
The High Hunt draws to a close deep beneath the noble villas of the North Ward, but bearding Waterdeep's vampire master in his lair threatens to unleash the buried ghosts of a forgotten feud between two of Waterdeep's merchant houses. The third adventure in the Vampires of Waterdeep Campaign Arc, "The Fireplace Level," is a Forgotten Realms adventure for 14th-level characters.

She's a Tiefling

Hey guys, great work with the Age of Worms so far. It seems like its going to be one hell of a ride!

Supreme Overlord Mona: you're doing a fantastic job with Dungeon and Dragon so far, and I await more Forgotten Realms in the pages of both magazines.

I have one question: throughout Dungeon magazines, the artists for the various articles often use the same adventuring groups as a sort of theme, I assume. I would like to know more about these adventurers (particularly the party from #124—is that a tiefling or a half-dragon or something else?). Is there any way we could find out more? Perhaps a brief summary at the end of each issue?

That is all. You may go back to work.

Monkey Magic
Via Email

When a guy named Monkey Magic proclaims you Supreme Overlord, there's really only so many kudos left. And since Dungeon is the Susan Lucci of the Origins Awards (always a bridesmaid...), this is about the highest honor I can hope for this side of Gen Con. Thanks for the compliments, Monkey!

The adventurers shown in many of the illustrations in this magazine don't have names (although some have inspired characters in my Thursday night Age of Worms playtest, so you never know). They exist primarily to make it easier on our artists, and to give the magazine a sense of familiarity across the wide array of subjects we cover every year. So far, we've introduced seven adventurers: a human paladin, human ranger, half-elf rogue, human sorcerer, drow bard, tiefling fighter, and human cleric (of Wee Jas). The rest of the classes will appear eventually. Keep your eyes peeled!

Women Use Roads, Too!

I am a female Dungeon Master and I play with many other women in my local gaming group. I really enjoy your Campaign Workbook—it has many great ideas for making a game more interesting. However, I was very disappointed by your article "Well Met on the Road," in issue #121. I noticed that of all the interesting personalities you had suggested, only two were women—a widow and a mail courier. Wizards of the Coast has obviously tried to make the new Dungeons & Dragons game more inclusive to female gamers. I only suggest that you follow suit.

Annastasia Webster
Via Email

I tend to think that making the game more inclusive for women involves more than simply providing an equal number of NPCs of each sex in a Campaign Workbook article, but your sentiment is right on. We do what we can to make the game as inclusive as possible, and it's an ongoing effort. One of the struggles we face in this regard is that most of the NPCs introduced in Dungeon are either villains or victims, which makes it difficult to provide sympathetic characters of any sex. I could point to several characters in the Age of Worms Adventure Path, for example, but the true heroes of those stories are the player characters, not the NPCs. Still, the game is unquestionably improved by all points of view around the table, and we definitely agree that there's a place for women in the game and in this magazine. Read on!—Erik Mona

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THE HIVE

BY PHILLIP LARWOOD
BY UDON W. CHRIS STEVENS, MARK SINCLAIR, & KEVIN YAN
BY JASON ENGLE

ANY SETTING | LOW LEVEL (1ST–5TH) | DUNGEON CRAWL

The remote corners of the Iron Hills have always been wild and dangerous. One particular swath of badlands known as the Thokkari Hills has been regarded as "tainted" ever since the dwarves put down an incursion of formians there years ago. Their victory was decisive, but they didn't quite finish the job. Now, something festers in the Thokkari Hills, but the only dwarves who know about it have become part of the problem.

"The Hive" is an adventure designed for four 5th-level characters. This adventure can be placed in any hilly terrain populated by dwarves, and while it is suitable for any sort of character, dwarven PCs may find the adventure particularly appealing.

Adventure Background

Three years ago, a nest of formians appeared in the Iron Hills and began attacking nearby dwarven settlements. The dwarves fought back with a righteous indignation that shocked the formians and ended in the death of their queen and the destruction of their hive. There to see the formian assault and their quick defeat was a dwarven wizard named Hehranna Stonehelm.

Obsessed with insects, and Hehranna secretly despaired at the formians' defeat. She saw the formians as superior to dwarves and other humanoids in almost every way, with the notable exception of combat. She watched the slaughter with curious scientific detachment, pleased that it gave her the chance to study the formians up close.

When the battle was over and the dwarves had finished looting the hive, Hehranna quietly abandoned the army. When the dwarves returned to their homes, they assumed she had fallen in the battle and that her body had been lost. While the victorious dwarves raised flagons in her honor back home, Hehranna searched the formian queen's chamber for specimens from the dead queen and her bodyguards. Upon completing the gruesome task, she took her findings and began researching them back at a secret lair in the hills. In time, she developed a spell that would allow her to control lesser formians as well as more mundane vermin. With the help of her newly created spell, Hehranna attracted a small nest of giant ants and formian refugees from the old hive.

With their aid, she created a new hive below her squat stone tower.

The last of the formians to join Hehranna's Hive was a formian taskmaster named T'Kreel. Unlike most formians, T'Kreel appreciated the drive, energy and industriousness of the dwarven race. He found himself strangely attracted to the dwarven wizard in a way he could not fully understand. Hehranna reciprocated his feelings and promised the taskmaster that they would be together soon. Not long after, Hehranna developed what she called *hiveblood serum*, a magical serum that had the power to transform humanoids and giants into hybrid formians.

With T'Kreel's help, Hehranna began collecting test subjects for her experiments. After a few trial runs and some disasters, she finally perfected the *hiveblood serum*, transforming several captured dwarves and humans into hiveblood creatures that Hehranna could then control. Once the *hiveblood serum* proved successful, Hehranna took the serum herself, transforming into a new queen for her hive. She and T'Kreel have continued to expand their hive, secure in their love and the conviction that they can bring the Iron Hills under their dominion.

Adventure Synopsis

The adventure begins when the PCs are hired to investigate strange raids in the Thokkari Hills, or to track down the body of a missing dwarf hero. Not long after they arrive in the area, the PCs encounter a lone dwarf fighting a group of giant worker ants. If the PCs rescue him, they learn about the strange events in the region. Eventually, the PCs reach Hehranna's tower and her horrific nest, and have a chance to stop the wizard from fulfilling her bizarre plans for the region.

Adventure Hooks

"The Hive" begins as the PCs are hired to investigate strange rumors of missing dwarves in the Iron Hills. Use one of the following adventure hooks to get the PCs started.

- The Missing Body: A dwarven cleric of Moradin named Alketah approaches the party with a proposition. She explains how several years ago, a large army of dwarves eradicated an incursion of formians intent on colonizing the Iron Hills. While the battle was a decisive victory, several prominent dwarven heroes were lost. Of these, the bodies of all but one have been returned to their clans for proper burial. Only a wizard named Hehranna remains missing. Alketah tells the PCs that a grand tomb awaits the dwarven heroine if her body can be returned to her home, and a reward of 2,000 gp awaits the group who can recover her body and return it. If the PCs are interested in searching for Hehranna's body, Alketah can tell them where she was last seen in the southern Iron Hills before she was separated from the other soldiers. It's been years since her disappearance, and the hills are only sparsely populated, so Alketah has no illusions about the task of recovering the body being an easy one. At the very least, she hopes the PCs can find some leads in their exploration of the region. Of course, Hehranna's body is now nearly unrecognizable, but even if she's returned to her home as a hiveblood dwarf, Alketah honors her promise to reward the PCs.
- The Vanished Patrol: Hehranna's minions have been raiding caravans along the patrol trail through the Thokkari Hills not only for supplies, but for subjects to transform into hiveblood creatures. The PCs could be hired by a trading company to track down and recover three crates of rare dryad walnuts (these walnuts can be found in area **H3**). Alternately, they could be hired to discover the fate of a patrol of dwarves sent into the Thokkari Hills who have since vanished. These dwarves snuck off into the hills to try to make a little extra money prospecting, but were captured by the formians and transformed into hiveblood creatures. In order to rescue them, the PCs must not only defeat them without killing them, but must discover an antidote for their transformation.

In any event, the agent promises the PCs a reward of 2,000 gp if they successfully complete their mission.

PART ONE: THE IRON HILLS

The Iron Hills are a range of rugged hills rich in mineral wealth. Heavily populated by the dwarves of the Kingdom of the Iron Hills, dwarf-run mines here have produced high-grade ore for centuries. Nonetheless, large areas of the hills are still relatively unexplored, and often, strange things grow to fruition in these forgotten reaches.

One such menace was a localized hive of remorselessly aggressive formians. Their aggression was quashed by the armies of the Iron Hills before they grew into a larger concern, but since then, the small region where the formians once held sway has been left to its own devices. This region is known to the dwarves as the Thokkari Hills, so named for the eccentric explorer who spent thousands of gold to finance a detailed survey of the region and then decided at the last minute to invest his gold in turtle eggs imported from Hepmonaland. Today, patrols of dwarves march through the Thokkari Hills periodically to ensure nothing strange is afoot, but for the most part, this section of the Iron Hills remains wild.

A single patrol trail winds through the region, and it is this route that the PCs' contact recommends they take to reach the Thokkari Hills. The trail allows three-quarters normal movement through the hills since it isn't well-maintained. Travel off-trail is through trackless hills (×1/2 overland movement). An overgrown, unused track leads from this trail east into the hills; following this trail requires an hourly DC 10 Survival check. If the PCs manage to follow it to its end, they'll come directly to Hehranna's tower and hive. Travel along this overgrown track counts as trackless hills, due to its poor condition.

While exploring the hills the PCs have an 8% chance per hour of having a random encounter. If the PCs camp in the Thokkari Hills, check for an encounter once for each 8-hour period of rest. Roll on the following table to determine the type of creature that is encountered.

Thokkari Hills Encounters

d%	Encounter	Average EL
01–05	1 basilisk	5
06–35	1d6 giant soldier ants	5
36–65	2d4 giant worker ants	5
66–70	1d4 giant wasps	5
71–85	1d4 dire weasels	4
86–95	1 dire boar	4
96–100	1 displacer beast	4

A1. Ant Attack! (EL 5)

The trail cuts through the rugged wilderness, passing under the boughs of wind-weathered oaks and through natural ravines of tortured limestone as it winds its way deeper into the Thokkari Hills. If the PCs have already decided to cut through the countryside, you can run this encounter at any point during their exploration of the hills. As the PCs approach this encounter, they automatically hear the tell-tale sound of battle.

Creatures: Once they round the bend, the PCs discover a shallow depression near the trail, some 20 feet across and lined with boulders. Atop the largest of these boulders stands a wounded dwarf dressed in dirty chainmail and wielding a dwarven waraxe. The dwarf is fighting three giant soldier ants that have gathered around the boulder's base, but he is obviously tiring and in danger. Two more giant ants lie crumpled and dead nearby. The boulder-strewn depression is difficult terrain, which doubles the cost for movement, adds 5 to the DC for Balance and Tumble checks, and adds 2 to the DC for Move Silently checks.

The dwarf is a fighter by the name of Relgarn Grayforge. A retired soldier and now a prospector, Relgarn has been exploring the Thokkari Hills for several weeks, looking for somewhere to stake a claim. Yesterday, he decided to give up his search to seek a less ant-infested region, but as he was leaving he was attacked by a patrol of soldier ants. He's killed two so far, but he'll need help to finish off the remaining three.

Relgarn Grayforge **CR 3**

Male dwarf fighter 3
CG Medium humanoid
Init +0; **Senses** darkvision 60 ft.; Listen +1, Spot +1
Languages Common, Dwarven, Gnome

AC 17, touch 10, flat-footed 17
hp 30 (currently 7) (3 HD)
Fort +6 (+8 against poison), **Ref** +1, **Will** +2; +2 against spells

Spd 20 ft.
Melee mwk dwarven waraxe +7 (1d10+2/×3)
Ranged mwk light crossbow +4 (1d8/19–20)
Base Atk +3; **Grp** +5
Atk Option Power Attack
Combat Gear *potion of rage*, *potion of spider climb*

Abilities Str 15, Dex 10, Con 16, Int 13, Wis 12, Cha 6
SQ dwarf traits
Feats Power Attack[B], Skill Focus (Profession [miner]), Track, Weapon Focus (dwarven waraxe)[B]
Skills Appraise +4 (+6 stone or metal), Profession (miner) +10, Survival +4
Possessions combat gear, masterwork chainmail, masterwork heavy steel shield, masterwork dwarven waraxe, masterwork light crossbow with 13 bolts, 6 tindertwigs, 50-foot silk rope, 10 pitons, backpack, bedroll, mess kit, 2 weeks of dried rations

Giant Soldier Ants (3): hp 13, 12 (reduced to 7), 11 (reduced to 4); *Monster Manual* 284.

Tactics: Relgarn's first action in combat once the PCs arrive is to drink his *potion of rage*. If he sees the PCs, he cries out for help as well. Relgarn tries to stay atop the boulder, since as long as he has higher ground over the ants he gains a +1 bonus on attack rolls with his dwarven waraxe.

Development: If he's rescued, Relgarn thanks the PCs gruffly for their aid, gathers his gear, and sets out again to find a less dangerous stretch of hills to continue his prospecting. Before he goes, he's happy to answer any questions the PCs might have about the area. Relgarn can inform them that giant ants have become a very real problem in the

Thokkari Hills of late. Worse, he's seen hints that the ants themselves are the least of these problems. He's seen strange tracks in the ground here and there that aren't quite foot prints and aren't quite ant prints, and has heard disturbing chittering noises at night from his tent that sounded almost like distant speech. A few days ago, he even saw a strange, half-decomposed body that seemed to be part ant and part ogre floating down the river south of his prospecting claim. He's not sure what strange curse has come to the hills, but he wants none of it.

If the PCs are in the region seeking the missing patrol, Relgarn can not only confirm that he spoke to the patrol recently, but that they seemed keen on exploring the Thokkari Hills for some reason. They stayed a night at his campsite by the river, and he gave them permission to use the site while he was gone. He'll give the PCs directions to this campsite, saying that if they follow the old trail leading from here deeper into the hills, they can't miss it. As far as Relgarn knows, the guards are still at his camp. If asked why the patrol was so far off the trail, he'll simply shrug and mumble something about it not being his business if some guards wanted to make a little extra by prospecting for gold.

If the PCs ask about Hehranna, Relgarn simply shrugs—the name means nothing to him. If, on the other hand, the PCs ask about any structures or settlements, Relgarn mentions an old, dilapidated tower at the end of the overgrown track. The tower was too far away from the river to serve him as a base of operations, and it's deep in ettin country anyway. If asked about ettins, Relgarn admits he hasn't seen any of these giants lately—perhaps the ants ate them?

A2. Hiveblood Guardians (EL 5)

A fifteen-foot wide stream washes down a shallow valley here. The stream itself seems to be fairly shallow at this point, and can easily be forded. On the east bank sit signs of habitation; a semi-permanent shack made of strips of canvas stretched over a wood frame is perched on a flat stretch of gravelly beach on the stream's edge.

Creatures: Once Relgarn's home, this shack was most recently utilized by the missing patrol of dwarves, who decided to take an unannounced month off work to seek their fortunes by following up on rumors of gold in the area. Not long after their meeting with Relgarn, these dwarves were captured by formians and taken to Hehranna. Two of them were immediately given *hiveblood serum* and transformed, while the remaining dwarves still languish in captivity in the Hive.

Hehranna expects others to come looking for the missing dwarves, and since she's not quite ready for any sort of confrontation yet, she's ordered these two hiveblood dwarves to take up a guardian post near the patrol trail. The two dwarves are still dressed in their armor but wear cloaks and gloves to hide their transformation. Their orders are to guard the overgrown trail to the Hive and to try to warn away trespassers.

When the PCs arrive, the hiveblood dwarves shamble out of the shack to greet them in raspy voices. They demand the PCs turn back, accusing them of being claim jumpers or bandits. While they speak, they alert the Hive to the presence of intruders via telepathy. The hiveblood dwarves aren't great at subterfuge, and a successful Spot check (opposed by their Disguise checks) reveals two things of note: that the dwarves wear patrol armor under their cloaks, and that their flesh seems chitinous and red. If the PCs don't immediately turn back, the hiveblood dwarves cast aside their cloaks as they produce light crossbows and begin firing on the PCs.

Dorlenn and Iskilar **CR 3**

Male hiveblood dwarf fighter 2

LN Medium aberration (augmented humanoid)

Init +0; **Senses** darkvision 60 ft.; Listen +1, Spot +1

Languages Common, Dwarven

AC 18, touch 10, flat-footed 18

hp 23 each (2 HD)

Immune poison

Resist cold 10, electricity 5, fire 5, sonic 5

Fort +7, **Ref** +0, **Will** +1; +2 against spells

Spd 20 ft.

Melee mwk battleaxe +8 (1d8+4/x3) and bite +1 (1d6+2)

Ranged light crossbow +2 (1d8/19–20)

Base Atk +2; **Grp** +6

Atk Options Power Attack, Cleave

Abilities Str 19, Dex 10, Con 18, Int 6, Wis 13, Cha 6

SQ dwarf traits, limited hive mind

Feats Cleave[B], Power Attack[B], Weapon Focus (battleaxe)

Skills Climb +7, Disguise –2, Profession (miner) +2

Possessions masterwork chain shirt, light wooden shield, masterwork battleaxe, light crossbow with 10 bolts, stone disc bearing Hehranna's symbol (a close-faced helm with ant antennae protruding from the visor)

Tactics: The two transformed dwarves are complete and utter thralls to Hehranna as long as they remain hive-blooded creatures. They fight to the death, focusing their attacks on one opponent at a time.

Development: If the PCs manage to capture the two hiveblood dwarves, they'll find that they are uncooperative at best, occasionally ranting about the joys of serving their queen and promising the PCs places in the Hive if they surrender. They remain hostile even when captured, but if the PCs can make them helpful (either with magic or a successful Diplomacy or Intimidate check) the dwarves can be convinced to lead the way to the Hive.

PART TWO: HEHRANNA'S HIVE

Hehranna's tower is a squat two-story structure of bleak granite blocks without any visible entrance—she sealed off the surface entrance to the tower once she connected it to a large underground ant hive. The tower is the only aboveground indication of settlement in the region. It is 30 feet high and has no ornamentation of any kind. The tower walls are normal masonry walls.

An investigation of the region surrounding the tower uncovers a large number of ant tracks. A DC 15 Survival check by someone with the Track feat is enough to determine that these tracks lead to a concealed cave entrance about 400 feet to the east of the tower. Without this check, a DC 20 Search check of the region (which takes an hour) is enough to discover the hidden entrance. If the PCs decide to stake out the site, a group of 2d4 giant worker ants emerges or enters the cave entrance every 1d4+2 hours.

The hive itself is split into two distinct areas—the ant nest and the Hive Tower. The ant nest consists of a network of 5-foot-wide circular tunnels bored through the limestone below the tower itself. These tunnels were built by a nest of giant ants that have been adopted into Hehranna's hive; the ants treat the formians and hiveblood creatures as one of their own. These tunnels are unlit; the ants navigate them by scent. Many of the tunnels in the ant nest are quite steep. Those areas indicated on the map as vertical or near-vertical can be navigated with a DC 15 Climb check.

Inside the hive tower, illumination is provided either by lanterns hanging from hooks in the ceiling or by wall-mounted torches. Numerous small vents to allow airflow into the tower can be found on the upper walls, but they are too small for anything larger than Fine to pass through.

H1. Ant Nest Entrance (EL 2)

The ground here is churned and upturned as if by the passage of hundreds of clawed feet. Thick brambles and other vegetation surround a black pit in the ground that slopes downward sharply to the west.

Creatures: A pair of giant worker ants is currently wrestling a dire boar carcass down the tunnel and into the nest below. One ant is on either side of the boar, and the carcass is wedged about 15 feet down the tunnel to area **H2**. The ant on the PCs' side immediately abandons the task to attack the PCs, while the ant on the far side continues tugging the boar along at a rate of 5 feet per round until the passageway is cleared enough for it to join in the attack as well.

Giant Worker Ants (2): hp 9 each; *Monster Manual* 284.

H2. Guard Chamber (EL 5)

The tunnel spills into a cramped circular cavern with faintly glistening walls. A relatively level tunnel exits the cave in the opposite wall.

Creatures: A group of three giant soldier ants stands guard in this chamber. They attack intruders as soon as they see them.

Giant Soldier Ants (3): hp 11 each; *Monster Manual* 284.

H3. Storage Chamber

This damp cave is filled with stacks of neatly severed body parts harvested from various animals, giant vermin, and humanoids.

The body parts are in varying stages of decay, and the stink that fills the room is almost visible. Lengths of timber and other building materials are stacked elsewhere in the cave, along with several barrels and crates. Some of the crates are marked with a gold rune that resembles an eagle in flight.

The formians in the Hive Tower above keep most of their provisions here. A DC 15 Knowledge (local) check identifies the eagle rune as the mark of Golden Phoenix Trading Company, a consortium of merchants with many interests in the Iron Hills region.

Treasure: The cave contains six barrels filled with lamp oil worth 15 gp each, two barrels filled with fine elven cider worth 90 gp each, four crates filled with jars of dried figs, and two crates of various herbs and spices. The crates of herbs and spices are worth 50 gp apiece. The final three crates are filled with rare and delicious dryad walnuts—the contents of these three crates are worth 300 gp apiece. Each of the barrels and crates weighs 50 pounds.

H4. Fungus Farm (EL 4)

The terrible stench of this room saturates the corridor. Blood stains the floor, while mutilated bodies of animals and humanoids lie in a tangled mess. Thick ropy growths of fungus and mushrooms rise from the organic mulch , filling the room with a tangle of fibrous growths.

Movement through this room is difficult—it takes 2 squares of movement to navigate a single square due to the unstable ground and the thick fungus. The fungus grows to a height of 15 feet, leaving a 5 foot space between the top and the 20-foot ceiling. The ants typically navigate the room by climbing the walls above the fungus. The fungus itself is used as food by the ants, both for themselves and for their larvae in area **H5**.

Creatures: Four giant worker ants scurry around in this cavern, trimming back the fungus and handing chunks over to ants from area **H5**. They attack any intruders as soon as they notice them.

Giant Worker Ants (4): hp 9 each; *Monster Manual* 284.

Tactics: If any of the giant ants establishes a hold on a PC and can carry that PC (a giant worker ant can carry up to 150 pounds, or 50 as a light load), it scuttles down the shaft to area **H5** and drops the PC into one of the larva-filled pits there before returning to this room.

H5. Nursery (EL 6)

The air in this chamber has a sharp, bitter tang to it, almost like vinegar or acid. The ceiling arches up to a dome nearly forty-five feet overhead, and the relatively level floor is pocked by numerous three-foot-wide pits. In a half-dozen of these pits a pale, bloated grub of prodigious size writhes.

Each of the 5-foot-deep pits in this room contains a single giant ant egg. Characters who plummet into one of these pits have their fall broken by the egg, so that a fall deals nonlethal damage rather than lethal damage.

Creatures: The ants raise their young in this room. As such, three giant soldier ants fiercely guard it. Five giant worker ants toil in here as well, either feeding the grubs fungus and meat, cleaning the chamber, removing dead eggs from pits, or installing new eggs carried from area **H6**. All of the ants rise to defend this chamber if they detect intruders. The grubs snap hungrily at any non-hive member that comes in reach of one of their pits, making attacks and attacks of opportunity as if they were giant worker ants that can't move.

Giant Worker Ants (5): hp 9 each; *Monster Manual* 284.

Giant Soldier Ants (3): hp 9 each; *Monster Manual* 284.

Giant Ant Larvae (6): hp 9 each; AC 10, touch 10, flat-footed 10; Spd 0 ft.; otherwise as giant worker ant; *Monster Manual* 284.

H6. Queen Ant Chamber (EL 7)

The domed ceiling of this chamber rises to a height of forty feet. Large piles of fungus have been heaped along the fringe of the smooth and sandy floor. The thick reek of bitter acid pervades the atmosphere.

Creatures: When Hehranna first developed the *scent of the monarch* spell, she was lucky enough to gain control over a young giant ant queen that had yet to start her own nest. As the queen matured, it established a nest below Hehranna's tower. Hehranna and the formian taskmaster T'Kreel made sure that the queen's children were as loyal to them as to the queen herself.

The ant queen dwells in this chamber, tended at all times by a host of ants. The queen does not move from this chamber. If the PCs enter, the ants within immediately rise up to defend the queen, who is also quite capable of defending herself.

Giant Worker Ants (4): hp 9 each; *Monster Manual* 284.

Giant Soldier Ants (2): hp 11 each; *Monster Manual* 284.

Giant Ant Queen: hp 22; *Monster Manual* 284.

Development: If the PCs withdraw from the hive but leave the ant queen alive, she triples her egg production to replace any giant ants killed by the PCs. Giant ant larvae mature quickly—each day that passes, two worker ants and one soldier ant reaches maturity. These ants augment or replace existing ant guardians in the nest. If the queen is slain, the remaining ants quickly abandon the area over the course of several hours.

H7. Hiveblood Guardian (EL 7)

The air in this fifteen-foot-high cavern feels a bit stuffy. The far wall of the cavern has been pierced with a wooden door. The door bears the symbol of a pair of ant-like antennae emerging from a close-faced helm.

This cavern is the link between the ant nest and Hehranna's Hive. The door bears the symbol that Hehranna has taken for her own. This symbol is not connected with any existing symbol or rune, but the PCs may recognize it if they looted the hiveblood dwarves at area **A2**. The door is not locked or trapped and can be easily opened once the room's guardian has been dealt with. The flight of stairs beyond the door leads up to area **T1**.

Creature: A single hiveblood ettin guards this chamber. The dull-minded

creature had a tough time squeezing into this chamber through the ant nest, and now lives only to guard this room or to eat the food brought to it by the formians who dwell in the Hive Tower above. Since the hiveblood ettin is in constant contact with the rest of its hive, it is not fooled by the PCs if they disguise themselves as formians or hivebloods. It's certainly possible that the PCs can sneak by the ettin, but if he notices them he roars, attacks, and alerts the other formians and hivebloods above via his hivemind power.

Hiveblood Ettin: hp 75; see Appendix.

The Hive Tower

Remember that the encounters in the hive tower assume that Hehranna, T'Kreel, and the other formians are aware of the party and are prepared for the coming assault. If the PCs have somehow avoided contact with hivebloods so far then some of the encounters should be modified to take into account an unprepared hive.

T1. Tower Cellar (EL 5)

This expansive cave is lit by a single torch in a sconce driven into the northern wall near the stairs leading back down. While most of the cave is empty, a row of large sealed clay urns and a couple of battered wooden crates break up the monotony of stone, and a flight of well-built stairs hugs the right-hand wall to the south. To the west, a pair of short passages end in wooden doors.

When Hehranna first came into possession of this tower, this cave was filled with detritus and junk. She meticulously cleared out the cave and left it clear until more formians arrived.

The broken crates are empty and the sealed urns contain giant ant eggs preserved in a mixture of vinegar and other pickling agents. Hehranna uses these eggs in her experiments and the formians sometimes consume them as delicacies, even though as outsiders, formians do not need to eat.

Creatures: The eight formian workers that inhabit this cellar do menial chores in the tower. These workers were the first to succumb to Hehranna's *scent of the monarch* spell, and their loyalty was assured when she transformed into a hiveblood. They now treat her as their queen.

Formian Workers (8): hp 5 each; *Monster Manual* 109.

Tactics: The formians hide in this chamber when alerted to the presence of the PCs by the formians in the giant ants' nest. They stay hidden until they spot the PCs, at which time they attack, focusing their attacks on one PC. Formian workers who can't reach the targeted PC instead use the aid another action to aid their kin's Armor Class.

T2. Bombardier Chamber (EL 4)

This cave reeks of filth. Excrement covers the walls, and several bales of rotting hay and mounds of bones lie in heaps on the floor. The carcasses of two goats and a humanoid dressed in half-plate armor lie against the far wall.

An unlocked wooden door accesses this revolting cave, which is used as a

dumping ground by the inhabitants of the tower. There's no real danger of contracting a disease from the cave, but its inhabitants pose a very real threat.

Creatures: Hehranna lured two giant bombardier beetles to her tower with her *scent of the monarch* spell and set them to work devouring the waste materials dumped into this cave. The bombardier beetles have been here for weeks and are in the process of building a nest to lay eggs.

Giant Bombardier Beetles (2): hp 13 each; *Monster Manual* 284.

Treasure: The body is that of a human fighter who was slain by a formian warrior. Since he could not be transformed, he was dumped here and has yet to be devoured by the beetles. The body wears a suit of masterwork half-plate, a ruined cloak, riding boots and other miscellaneous articles of clothing fouled by blood and excrement. The body still wears a backpack containing a mess kit, six days of spoiled iron rations, a whetstone, 50-foot of silk rope, five vials of antitoxin, and a bedroll. Rolled up in the bedroll is an *immovable rod*, and on the corpse's left hand is a *ring of jumping*.

T3. Wings of Fury (EL 6)

The wooden door to this cave is barred from the outside, preventing those inside from escaping.

Strong Barred Wooden Door: 2 in. thick; Hardness 5; hp 20; Break DC 25.

A stream of water pours from a hole in the northern wall of this cavern into a large pool. The water empties in an eddying swirl near the southern wall. The cave is slick with moisture and quite humid, and steam rises from the pool's surface.

The water in the pool is hot enough to cause discomfort to anybody in the water, but not quite hot enough to cause damage.

Creatures: Squatting in this wretched cave are several dwarven men and women dressed in little more than rags. Most of them are merchants or pilgrims snatched from the trail to the west by formians or hiveblood minions. Every few weeks, Hehranna selects one of the prisoners to subject to transformation. There are five dwarves imprisoned here—all are 1st-level commoners, and all are near unconscious from starvation.

A specialized formian guard called a winged warrior clings to the ceiling of this chamber above the stream. The winged warrior is loyal to Hehranna and attacks any PCs who try to free the prisoners (who are themselves too scared to warn the PCs of the threat above). A winged warrior is slightly smaller than a normal formian. Much of its mass is centered in its wings, which have a span of about 10 feet. Instead of a stinger, a winged warrior has a slender tail tipped with sharp spikes.

Winged Warrior Formian **CR 6**

LN Medium outsider (extraplanar, lawful)

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Init +4; **Senses** darkvision 60 ft.; Listen +10, Spot +10

Languages none

AC 19, touch 14, flat-footed 15

hp 39 (6 HD)

Immune cold, petrification, poison

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Resist fire 20, electricity 20, sonic 20; **SR** 18
Fort +7, **Ref** +9, **Will** +6

Spd 20 ft., fly 60 ft. (good)
Melee bite +10 (1d4+2) and 2 claws +8 (1d6+1)
Ranged 2 spikes +10 (1d4+2/19–20/×3 plus poison)
Base Atk +6; **Grp** +8
Atk Options Flyby Attack
Special Atk poison, spikes

Abilities Str 15, Dex 18, Con 15, Int 10, Wis 12, Cha 11
SQ augmented critical, hive mind
Feats Flyby Attack, Multiattack, Weapon Finesse
Skills Balance +13, Climb +11, Hide +13, Listen +10, Move Silently +13, Search +9, Spot +10, Survival +10

Poison (Ex): A winged warrior delivers its poison (Fort DC 15 negates) with each successful spike attack. Initial and secondary damage are the same (1d6 Str).
Spikes (Ex): Twice per day, with a snap of its tail, a winged warrior can release two spikes as a standard action. This attack has a range of 90 feet with no range increment.

Development: The prisoners know little about Hehranna and her plans, only that each of them were captured from the western trail by creatures that were not quite ants nor dwarves, but some horrific combination of the two. They can confirm that six dwarven guards were recently kept here, but that they were escorted from the prison within a day. They've not seen the guards since.

The dwarves are in little shape to escape on their own, and certainly can't navigate the vertical passages of the ant nest. If the PCs flee the hive to rest or regroup but leave the prisoners here for longer than over an hour, the formians bring them upstairs to be transformed into hive-bloods to augment their defenses.

Ad-Hoc Experience Award: Award 100 XP to the party for each prisoner they rescue from this room.

T4. Tower Entrance

Apart from an empty wooden bookcase pushed up into one corner, this chamber appears to be empty. An opening near the top of the stairs leads into a room from which a flickering orange light spills.

Treasure: At first glance, this chamber appears empty. A DC 17 Search check of the bookcase reveals a slim wooden case containing a *wand of charm person* with 25 charges.

T5. Wasp Chamber

The desiccated corpse of an enormous wasp with a black and yellow striped abdomen hangs from the ceiling of this chamber by jagged chains. The wasp's wings are outstretched and its body points toward a closed iron door in the opposite wall. Another opening leads off to the right, bathed in the flickering light of a torch thrust into a niche above it.

One of the first insects that Hehranna captured for study was this giant wasp. The wasp died during an anatomical examination, and Hehranna hung it in this chamber when she finished with it. Despite its fearsome appearance, the wasp is very dead and not dangerous. If cut open, a mixture of straw, stuffing, and preserving spices pours out.

The door in this chamber once led outside the tower but was sealed by some of the formian workers under Hehranna's direction. Even if the PCs force open the door, they are faced with a wall of stone bricks built by the formians.

Iron Door: 2 in. thick; Hardness 10; hp 60; Break DC 28.

Stone Brick Wall: 1 in. thick; Hardness 8; hp 90; Break DC 35.

T6. Tower Guard Chamber (EL 6)

A flight of stairs leads up to the next level of the tower in this long rectangular chamber. Aside from the stairs, the chamber contains a small alcove holding the statuette of a scorpion-like creature with wasp wings and four pincers.

Creatures: Three guards are stationed here to protect the entrance to the queen's chambers. Two of them are hiveblood dwarves (once members of the missing patrol), and one is a formian warrior. The formian uses the hiveblood dwarves to handle melee while it takes a defensive position at the base of the doors.

Formian Warrior: hp 26; *Monster Manual* 109.

Krat and Relatar, male hiveblood dwarf fighter 2: hp 23 each; see page 20.

Treasure: The scorpion-like statue is of a vermiurge, a legendary arachnid creature worshipped by many insect- and spider-loving tribes and cults. The statue is constructed from brass but has eight large jaspers for eyes, each of which is worth 250 gp.

T7. Upper Chamber

This chamber is empty except for a wooden door in one wall. A clear coating of resin covers the door, walls, floor, and ceiling.

The material on the walls and ceiling is a mixture of earth and formian saliva and is as hard as stone. The resin increases the hardness of the door to 8, and increases the door's and walls' hit points by +20.

T8. Old Bedchamber (EL 5)

A single torch illuminates this area, the light reflecting off the slick walls of the chamber. An unmade bed lies in one corner of the room while in another rests an ironbound wooden chest. A large green rug covers the floor of the chamber, and mounted on one of the walls next to a closed wooden door is the body of a giant ant.

Before Hehranna became hiveblood, this was her bedchamber. She no longer uses the chamber, and it remains in the state she left it. The giant ant was a specimen Hehranna captured and studied during her years as an apprentice. When she became master of the tower, she stuffed the ant and mounted it on the wall. The door next to the mounted ant is unlocked and bears Hehranna's new symbol (ant antennae emerging from a helm).

Trap: The ironbound wooden chest in the room is trapped with a poisoned bolt that fires at anyone who attempts to open the chest without the key (Break DC 25; Open Lock DC 25). The key is with Hehranna in area **T10**.

Poisoned Bolt Trap: CR 5; mechanical; touch trigger; manual reset; Atk +12 ranged (1d6 plus poison, bolt); poison (*hiveblood serum*, DC 17 Fortitude save resists, 1d6 Dex/transformation into hiveblood); Search DC 21; Disable Device DC 20.

Treasure: Apart from clothing, the chest contains a leather sack filled with 15 gems worth 50 gp each, a nugget of gold ore worth 450 gp, and a masterwork light crossbow with 10 cold iron bolts. The chest also contains a journal written in Dwarven that details all of Hehranna's notes on the use of formian poison and doppelganger blood to create an infusion called *hiveblood serum*, a substance capable of transforming creatures into hivebloods. The notes indicate that it should be possible to reverse the transformation by mixing a dose of *hiveblood serum* with a *potion of neutralize poison*, although she writes that she hasn't tested this theory since there's no reason she can imagine to undo her work. In fact, this procedure can indeed reverse hiveblood transformation, as long as the hiveblood in question drinks the antidote within a month of his transformation.

T9. Laboratory (EL 7)

This long rectangular chamber appears to be a laboratory. Against one wall stands a cabinet that holds all kinds of alchemical paraphernalia and specimen jars. A ladder leads up to a trap door in the ceiling to the north. A wooden table stands to the south. Atop it lies a naked humanoid with pale gray skin and a large bulbous head. The humanoid figure is strapped to the table by leather thongs around its hands and feet and is hooked to a strange glass contraption that appears to be drawing blood from its forearm via a small hose.

Creatures: T'Kreel is the most powerful of Hehranna's minions. When he first met Hehranna, he agreed to serve her and soon became entranced with her intelligence and her obsession with insects of all kinds. His fondness for her grew by the day, and after a few weeks he felt as strongly for her as he had ever felt for his slain queen. While it appeared Hehranna felt the same way, she had reservations about their relationship, suggesting that they could only be together if he helped her create the *hiveblood serum*. He agreed, realizing too late that she was simply using him to further her own research and get back at the dwarves who had ostracized her for so long. Of course, he has since gotten his own way after tricking Hehranna into taking a modified version of *hiveblood serum* herself. Now they can truly be together.

The other occupant of the laboratory is a captured doppelganger named Rithuul. Hehranna captured Rithuul several months ago, and his blood is one of the primary ingredients in making *hiveblood serum*. Rithuul is very weak

Hiveblood Serum

Created from a mixture a various herbs, formian poisons and doppelganger blood, *hiveblood serum* is a dangerous concoction, particularly to any giant or humanoid that drinks it. A creature that drinks a dose of *hiveblood serum* must make a DC 17 Fortitude save. Failure indicates the drinker takes 1d6 points of Dexterity damage. One minute later, the victim must make a second DC 17 Fortitude save. Failure on this second save indicates that the drinker slowly transforms into a hiveblood creature over the course of 1d6 hours. During this time, a *neutralize poison* can halt and reverse the process. Once the transformation is complete, the new hiveblood creature forgets its previous life and becomes part of the closest formian hive. If no formian queen is within 10 miles, the drinker takes 1d4 points of Wisdom drain per day (no save) until he finds a queen to serve.

A creature other than a giant or humanoid that drinks *hiveblood serum* takes 2d6 Dexterity damage if it fails the second saving throw.

Moderate transmutation; CL 7th; Craft Wondrous Item, *polymorph*, *scent of the monarch*; Price 8,000 gp.

and has been close to death several times, only being saved by the formian workers' *cure light wounds* ability. The "contraption" that Rithuul is attached to is a primitive umbilical catheter connected to a blood bag. Rithuul has been dominated by T'Kreel for his entire stay here.

T'Kreel **CR 7**

Male formian taskmaster expert 1
LN Medium outsider (lawful, extraplanar)
Monster Manual 109
Init +8; **Senses** darkvision 60 ft.; Listen +12, Spot +12
Languages telepathic

AC 23, touch 15, flat-footed 19; Dodge
hp 51 (7 HD)
Immune poison, petrification, cold
Resist electricity 10, fire 10, sonic 10; **SR** 21
Fort +8, **Ref** +9, **Will** +10

Spd 40 ft.
Melee sting +9 (2d4+3 plus poison) and 2 claws +7 (1d6+1)
Base Atk +6; **Grp** +9
Special Atk dominate monster, poison

Abilities Str 16, Dex 18, Con 17, Int 15, Wis 16, Cha 23
SQ hive mind, telepathy 100 ft.
Feats Dodge, Improved Initiative, Multiattack
Skills Climb +12, Diplomacy +18, Heal +8, Hide +13, Intimidate +16, Knowledge (arcana) +7, Listen +12, Move Silently +13, Search +11, Sense Motive +12, Spot +12
Possessions *ring of protection +1*, *ring of force shield*

Rithuul, Male Doppelganger: hp 22 (currently 0); *Monster Manual* 67.

Tactics: T'Kreel tries to dominate an armored PC as soon as combat starts, as he has found that they are generally easier to control. He attacks with his claws and stinger, calling for the aid of any formians still alive (including the hivebloods in area **T10**) whether he successfully dominates a creature or not.

Treasure: The cabinet contains several specimen jars filled with the body parts of formians and giant insects. The cabinet also contains six flasks of *hiveblood serum*, four flasks of acid, two *potions of enlarge person*, a *potion of darkvision*, and two *potions of neutralize poison*. The alchemical equipment stored in the cabinet is worth 250 gp but weighs 50 pounds.

Development: If freed, Rithuul's first thought is of escaping the hive tower and getting as far away as possible. He thanks the PCs for releasing him on the way out. Unfortunately for the PCs the doppelganger does not know of anything beyond this room, as T'Kreel knocked him out when he was captured and he woke up strapped to the lab table.

Unlike the other formians, T'Kreel parleys with the PCs if given a chance, asking them to spare Hehranna for the sake of his love and promising not to capture any more humans or dwarves as long as they leave. He offers them the contents of the cabinet if they agree, but will not give away any other concessions, refusing to let them enter area **T10** under any circumstances.

T10. Chamber of the Queen (EL 8)

This floor of the tower is a single large circular chamber, with walls coated with glistening, hard resin. Several torches light the chamber, their light reflecting off the walls and casting dancing shadows about the area.

Creatures: In the center of the chamber is a large figure that vaguely resembles a dwarven woman with thick red insect-like skin, mandibles, antennae, and a tremendously swelled abdomen. Guarding her are two humanoid figures of similar appearance, but whose lower bodies are not as distended. The figures wield weapons and both are armored.

When Hehranna became a hiveblood, she retreated to this chamber in preparation for her complete transformation into a juvenile formian queen. Since then, the chamber (once used as a planetarium) has been modified by the application of the special formian earth and saliva mix, altering its general shape and increasing the hit points of the walls by +20.

From the time she began her training as a wizard, Hehranna's interest in insects and things that crawl made her feel like an outsider. Eventually the alienation drove her from society and she took up with an old human wizard who soon after died in his sleep. When Hehranna later encountered the taskmaster T'Kreel she thought that she had found someone she could connect with. Aided by the equally smitten taskmaster, she concocted her first batch of *hiveblood serum* and tested it on some captured goblins. When her tests proved successful, she began the process of abducting locals and transforming them into hivebloods. Her greatest success so far has been herself—with repeated doses of the *hiveblood serum*, Hehranna has finally neared the total transformation into a formian queen.

Hehranna can no longer move about much, as her legs have all but atrophied away to be replaced by a distended lower abdomen. As her body transforms, she

slowly forgets her past existence as a dwarf. The transformation has addled her mind somewhat as well; she can no longer cast 3rd- or 4th-level spells as a result of her transformation. As a result, her CR is lower than it should be for a 7th-level hiveblood wizard.

The two hiveblood dwarves here are the final two missing guards. They are absolutely loyal to Hehranna, and move to place themselves between her and any intruders.

HEHRANNA **CR 7**

Female hiveblood dwarf wizard 7
LN aberration (augmented humanoid)
Init +2; **Senses** darkvision 60 ft.; Listen +1, Spot +1
Languages Common, Dwarven, Gnome

AC 15, touch 13, flat-footed 13
hp 47 (7 HD)
Immune poison
Resist cold 10, electricity 5, fire 5, sonic 5
Fort +6, **Ref** +4, **Will** +7

Spd 5 ft.
Melee +1 *quarterstaff* +6 (1d6+4) and bite +0 (1d6+1)
Base Atk +3; **Grp** +5

Combat Gear scroll of *gaseous form*, 2 potions of *cure moderate wounds*
Spells Prepared (CL 7th, ranged touch +5):
2nd—*bear's endurance, mirror image, scorching ray*
1st—*burning hands* (DC 12), *mage armor, magic missile, obscuring mist, reduce person* (DC 13)
0—*acid splash, daze* (DC 11), *read magic, touch of fatigue* (DC 11)
Spellbook all prepared spells; 0—all; 1st—*endure elements, enlarge person, hypnotism, sleep;* 2nd—*alter self, resist energy, touch of idiocy;* 3rd—*deep slumber, gaseous form, lightning bolt, scent of the monarch, tongues;* 4th—*fire shield, polymorph, summon monster IV*

Abilities Str 14, Dex 15, Con 18, Int 12, Wis 12, Cha 4
SQ limited hive mind, summon familiar (currently none)
Feats Craft Wondrous Item, Eschew Materials, Scribe Scroll, Spell Focus (transmutation), Toughness
Skills Concentration +14, Craft (alchemy) +6, Knowledge (arcana) +6, Spellcraft +13
Possessions combat gear, +1 *quarterstaff, ring of protection* +1, *ring of counterspells* (*magic missile*), 3 doses of *hiveblood serum*, spellbook

Hehranna

Balibork and Kezbet, hiveblood dwarf fighter 2: hp 23 each; see page 20.

Tactics: Hehranna prepares for combat by casting *mage armor, mirror image,* and *bear's endurance,* while the hiveblood dwarves take up a position near the entrance. Once combat begins Hehranna casts *reduce person* on fighters and *scorching ray* and *magic missile* on spellcasters. Hehranna reserves *gaseous form* for escape, drifting through the vents to escape.

Development: If the PCs cure Hehranna, she regains her former alignment (LE) and thanks the PCs for their assistance in freeing her while admonishing them if they have destroyed her research and laboratory. She is intelligent enough to know that she cannot bluff the PCs into believing she is innocent of any crimes leveled against her, so she tries to woo them with promises to aid them with magic free of charge in their future endeavor.

New Spell

Scent of the Monarch
Transmutation
Level: Sor/Wiz 3
Components: V, S, M
Casting Time: 1 standard action
Range: Personal
Area: 2 HD of vermin/level in a 30-ft.-radius burst centered on caster
Duration: 10 minutes/level
Saving Throw: Will negates
Spell Resistance: Yes

This spell creates a cloud of magical pheromones around the caster. The cloud is undetectable to creatures without the Scent ability.

Any vermin or insect-like creature with an organized communal society (such as formians) in the cloud must make a Will save or be deluded into believing that the caster is their queen. Non-intelligent vermin automatically respond to the caster as their queen, while intelligent insect-like creatures treat the caster as an ally, as if they were affected by *charm person.*

Up to 2 Hit Dice of creatures per caster level can be controlled by this spell at any one time. Additional castings of the spell can be used to control additional creatures. Creatures that leave the area of effect remain under the caster's control for the remainder of the spell's duration.

This spell allows the caster to issue simple orders such as attack, guard, or follow as a move action to any controlled vermin in the area of effect.

Material Components: A paste created from 100 crushed ants and powdered formian mandibles mixed with 200 gp in rare oils and applied to the caster's face.

CONCLUDING THE ADVENTURE

While the exact goal the PCs may have for traveling to the Hive Tower varies, their primary goal should be ending the growing threat represented by Hehranna and her plans to increase the size of her hive at the expense of the dwarves of the Iron Hills.

If the PCs have ended the threat of Hehranna and her bizarre hive, the formians could return to the hills

in force in the future; their first attempt to establish a hive in the hills may have been an exploratory expedition.

APPENDIX: HIVEBLOOD CREATURE

Hiveblood creatures are giants or humanoids that have been partially transformed into formians. These creatures share a special link and gain certain formian-like abilities. Normal formians accept hiveblood creatures as one of their own, as long as they belong to the same hive. Hivebloods from different hives are destroyed on sight. A hiveblood creature can be restored to its original form with powerful magic (*miracle* or *wish*), or by taking an antidote.

Sample Hiveblood Creature

This example uses an ettin as the base creature.

Hiveblood Ettin
Large Aberration (Augmented Giant)
Hit Dice: 10d8+30 (75 hp)
Initiative: +4
Speed: 30 ft. in hide armor (6 squares); base speed 40 ft.
AC: 21 (–1 size, +9 natural, +3 hide armor), touch 9, flat-footed 21
Base Attack/Grapple: +7/+19
Attack: Club +14 melee (1d8+7) or javelin +6 ranged (1d8+7)
Full Attack: 2 clubs +13/+8 melee (1d8+7) and bite +8 melee (1d8+3) or 2 javelins +6 ranged (1d8+7)
Space/Reach: 10 ft./10 ft.
Special Attacks: —
Special Qualities: Darkvision 60 ft., immunity to poison, limited hive mind, low-light vision, resistance to cold 10, electricity 5, fire 5, and sonic 5, superior two-weapon fighting
Saves: Fort +10, Ref +3, Will +5
Abilities: Str 27, Dex 10, Con 17, Int 5, Wis 10, Cha 7
Skills: Climb +10, Listen +10, Search –1, Spot +10
Feats: Alertness, Improved Initiative, Iron Will, Power Attack
Environment: Any land or underground
Organization: Solitary, team (2–5), or troop (6–11)
Challenge Rating: 7
Treasure: Standard

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Scaling the Adventure

"The Hive" is designed for a group of four 5th-level characters, but with a little work it can be adapted for use by 3rd–4th-level characters. Simply adjust all NPC character levels down by a number equal to that which the average party level deviates from 5. Don't forget to modify the amount of treasure found in the adventure appropriately.

In all encounters with giant ants, remove a soldier ant and 1–2 worker ants. Reduce the number of formian workers in area **T1** to 4–6. Replace the winged warrior formian with a 6-Hit Die formian warrior. Replace T'Kreel with a formian warrior expert 5.

Alignment: Always lawful neutral
Advancement: By character class
Level Adjustment: +6

This hulking giant has two ant-like heads, although its eyes are humanoid. Its lumbering body is covered with chitinous plates.

Combat

Superior Two-Weapon Fighting (Ex): A hiveblood ettin fights with a club or javelin in each hand. The hiveblood ettin does not take a penalty on attack or damage rolls for attacking with two weapons.

Limited Hive Mind (Ex): All hiveblood ettins within 10 miles of a formian queen are in constant communication. If one is aware of a particular danger, they all are. If one in a group is not flat-footed, none of them are. No hiveblood ettin in a group is considered flanked unless they all are.

Creating a Hiveblood Creature

"Hiveblood" is an acquired template that can be applied to any giant or humanoid.

Size and Type: The creature's size remains unchanged, but its type changes to aberration. Do not recalculate the creature's Hit Dice, base attack bonus, saves, or skill points. The creature gains the augmented subtype.

Armor Class: A hiveblood gains a chitinous shell that increases the base creature's natural armor class by +2.

Attack: A hiveblood creature gains a bite attack as a secondary weapon. It retains the ability to use weapons.

Full Attack: A hiveblood fighting with weapons can make an additional attack with its bite. If the base creature has more than one head, it still can only make one bite attack per round.

Damage: Hivebloods have bite attacks. If the base creature does not have a bite attack, use the damage value on the table below.

Size	Bite Damage
Fine	1
Diminutive	1d2
Tiny	1d3
Small	1d4
Medium	1d6
Large	1d8
Huge	2d6
Gargantuan	3d6
Colossal	4d6

Special Qualities: A hiveblood creature retains all of the special attacks and special qualities of the base creature. In addition, it gains the special qualities described below.

Darkvision (Ex): Hiveblood creatures have darkvision with a 60-ft. range.

Limited Hive Mind (Ex): Hiveblood creatures within 10 miles of their queen are in constant communication. If one is aware of a particular danger, they all are. If one in a group is not flat-footed, none of them are. No hiveblood in a group is considered flanked unless they all are.

Immunity to Poison (Ex): Hivebloods are immune to poison.

Energy Resistance (Ex): Hivebloods gain resistance to cold 10, electricity 5, fire 5, and sonic 5.

Abilities: +4 Str, +2 Dex, +2 Con, –4 Int (minimum of 3), –4 Cha.

Challenge Rating: Base creature's CR +1

Alignment: Always lawful neutral

Level Adjustment: +2.

Phillip Larwood writes: "I'd like to thank James and the other editors for putting up with my inane e-mails, and for thinking this adventure was good enough to print. Hopefully, I can start to overtake some of the other wonderful authors who have populated these illustrious pages, or hire some good assassins to bump them off!"

THE PORTENT

BY PETER BERGTING

WWW.THEPORTENT.COM

Joachim '05

AGE OF WORMS

THE HALL OF HARSH REFLECTIONS

The Free City: a shining gem in the crown of cultured civilization. A place where a pauper can become a prince and everyone has a chance at prosperity. Yet beneath the surface of this bustling metropolis is a rot, festering in the darkness, manipulating the lives of those unaware of its presence. Now, a small adventuring band from out of town may be in over their heads. Their actions in Diamond Lake have attracted the wrath of one of the city's hidden masters. A gang of infiltrators and an enigmatic mastermind plot their destruction, and only tracing the rot to the root can stop the onslaught.

"The Hall of Harsh Reflections" is a DUNGEONS & DRAGONS adventure designed for four 7th-level characters. It is also the fourth installment of the Age of Worms Adventure Path, a complete campaign consisting of 12 adventures, several "Backdrop" articles to help Dungeon Masters run the series, and a handful of poster maps of key locations. For additional aid in running this campaign, check out *DRAGON*'s monthly "Wormfood" articles, a series that provides additional material to help players survive this campaign. Your PCs should hit 8th level at some point in this adventure, and if they decide to take some time off from adventuring to sample what city life has to offer, check out issue #336 of *DRAGON* for five attractions to tempt your PCs to spend some of their hard-earned loot. This issue of *DRAGON* also features an Ecology of the Spawn of Kyuss, one of the central creatures featured in this campaign.

Of course, you can also run "The Hall of Harsh Reflections" as a stand-alone adventure, or even as a part of a campaign of your own design.

BY JASON BULMAHN
BY JOACHIM BARRUM, STEVE PRESCOTT, AND EVA WIDERMANN
BY ROBERT LAZZARETTI
AGE OF WORMS CALLIGRAPHY BY DARLENE

ADVENTURE PATH, MID-LEVEL (6TH-12TH), URBAN & DUNGEON CRAWL

Adventure Background

Loris Raknian, retired gladiator and director of the Free City Arena, has his hands full organizing the upcoming Champion's Games, when fighters from around the world gather in a festival of violence and pageantry that should put all previous expositions to shame. Despite this enormous logistical challenge, he still manages to keep up with his fellow cultists in the Ebon Triad, including the secretive cell stationed below the corrupt mining village of Diamond Lake. Raknian recently learned that this cell was destroyed and its secret research stolen by a group of locals. Angry at the loss of his associates and concerned about the missing research, Raknian is worried that someone has stumbled onto the cult's hidden plans. Worse, the sinister tiefling Bozal Zahol, the cultist who converted Raknian to the Ebon Triad and who dwells in a secret temple deep below the Free City Arena, has decreed that if Raknian doesn't take care of the problem in Diamond Lake soon, things will get very uncomfortable for him.

When Raknian learned, through an ally hidden in Diamond Lake, that those responsible for the cult's destruction were on their way to the Free City, he breathed a sigh of relief. Far too busy with preparations for the upcoming Champion's Games to deal with the upstarts himself, Loris contacted Zyrxog, a mind flayer living beneath the city streets and an old associate of the arena master. Loris tasked Zyrxog with destroying the PCs and recovering any missing clues they might have concerning the cult's nefarious plot.

Zyrxog and a coterie of drow thralls came to the Free City years ago and quickly set up operations after dominating a gang of doppelgangers based in the city's waterfront. Using them as his eyes, ears, and hands on the streets above, the mind flayer has been manipulating events, replacing important officials, and gathering oddities according to his alien designs. Tasked with destroying the meddlesome party from Diamond Lake, Zyrxog quickly sets his doppelgangers into motion, tracking them down and planning their ruin.

Meanwhile, the PCs travel to the Free City seeking Eligos, a learned sage and old friend of their patron Allustan. They bring with them numerous artifacts, clues to the cult's plans, and a host of questions they hope the sage can answer.

Adventure Synopsis

"The Hall of Harsh Reflections" begins as the PCs approach the Free City, unaware of the danger that awaits them. After encounters with a corrupt gate guard, an apocalyptic street preacher, and a perilous parade, the party finally reaches the estate of Eligos the sage. The sage informs the PCs that although he can find the answers they seek, it will take time, giving the party a chance to idle away the days at a local inn, the Crooked House.

The doppelgangers attack soon after the PCs arrive, impersonating the PCs and committing a crime in their names, hoping to turn the locals against them. The party must foil this plot, and in so doing learn the location of the shapeshifters' hidden base down on the waterfront. This leads them to a confrontation with the dangerous charlatans in their demented house of mirrors. Defeating Telakin, the lord of the doppelgangers, reveals a deeper threat, a hidden master directing their actions. Before the PCs can escape the hideout, Zyrxog himself attempts to destroy them, with the aid of his drow minions.

Tracking down the mind flayer, the PCs invade his alien lair deep beneath the city streets. Here they can defeat Zyrxog, and learn about the aberration's recent dealings, including numerous transactions with Loris Raknian, master of the Free City Arena and host of the forthcoming Champion's Games.

Adventure Hooks

Having defeated the cultists in Diamond Lake and the undead lurking under nearby Blackwall Keep, the PCs are told by Allustan to seek out Eligos in the Free City to learn more about these diabolical cults and their worm-ridden servants.

If the adventure is used independently, Allustan, an eminent sage, contacts the party in hopes of contracting their services. The sage recently came into the possession of an ominous item: a green segmented worm in a jar of preservative fluids, which he hopes to have identified. Unable to leave his small town due to other commitments, the sage offers to pay the PCs to take the jar to the Free City and have the contents identified. Allustan suggests that the party contact Eligos, a scholar who lives in the Free City. For their services, Allustan offers to pay the party 500 gp per member.

In fact, by changing the nature of the clues found in Zyrxog's lair, you can use "The Hall of Harsh Reflections" as a great way to tip off the PCs about any number of possible burgeoning conspiracies.

The Journey to the Free City

As the adventure begins, Allustan has helped the PCs compile the notes and discoveries they've made about the Ebon Triad and the spawn of Kyuss in Diamond Lake and the Mistmarsh. He gives them the address of a friend named Eligos, a sage who lives in the Free City who can help make sense of the discoveries and find out what exactly the cult is up to. The journey from Diamond Lake to the Free City is about 85 miles on a road through hills (overland movement modifier of ×3/4). Consult pages 162–164 of the *Player's Handbook* to determine how long it'll take a party to make this journey—if your group travels at a speed of 30 feet it'll take close to five days.

The journey is not without peril. The roads are not as safe as they once were, with bandits and worse prowling the night. The PCs likely pass several patrols, groups of traders or farmers, and gaggles of pilgrims on the road—you can incorporate these as you see fit, perhaps using some of the encounters listed on page 19 of DUNGEON #126 as inspiration.

There's a 10% chance of a dangerous encounter occurring—make two checks per day (one during the day and one at night). If the PCs neglect to take appropriate precautions when they set up camp (setting guards or finding a safe place to camp with a DC 15 Survival check), the chance of a night encounter increases to 20%. Unless your players particularly

enjoy these encounters, though, you should limit the number of encounters to no more than two during the journey unless you're trying to boost the party's level up to 7th. All of these encounters have an average EL of 7.

Encounters on the Road

d%	Encounter
01–40	1d3 bandits
41–60	1d6+3 worgs
61–75	1d6 owlbears
76–90	1d6 displacer beasts
91–100	2 trolls

Bandits: 1d3 human 5th-level rogues are out looking to make some easy money by charging exorbitant tolls to passing travelers. Failure to pay the toll (all the money a group is carrying) invites attack. If one of the bandits is slain, the others attempt to flee. Use the stats for the thieves on page 38 for these bandits.

Worgs, Owlbears, and Displacer Beasts: These predators hunt in packs, and stalk the PCs hoping for one of them to lag so they can pounce. A PC can discover them with a successful Spot or Listen check. They break off the attack if half their number are slain.

Trolls: Two troll brothers named Murnk and Nathk are the only two survivors of a recent raid on a troll lair by a band of adventurers. The trolls are trying to make some money to hire an ettin or hill giant to get revenge on the three adventurers. The only way they know to make money, unfortunately, is by attacking more adventurers. Trolls aren't that smart. If one of the trolls is killed, the other begs for his life, offering the last of their money (87 silver pieces and one gold piece) as a bribe. If asked about the adventurers that ruined their lair, the trolls describe a quick female elf with a bow, a large loud man with a shiny belt, and a horrible bearded man that threw lots of fire. Astute PCs may recognize the descriptions of local adventurers Tirra, Auric, and Khellek, or they may not. The trolls don't know who they were, but they do know they were too tough for a group of five of their brothers to handle.

PART ONE: WELCOME TO THE FREE CITY

Perched on the banks of a broad, slow-moving river, the glistening Free City comes into view. Larger than any other, this city is home to tens of thousands, living together with the hope of a better life. Tall spires and gabled roofs crowd together and peek out over the high stone walls that surround the bustling metropolis, while smaller, less opulent buildings spread from its walls in nearly every direction. Scores of common folk, along with carts and wagons laden with wares for market, form a long line slowly trudging toward the nearest gate.

Gaining access to the Free City is a lengthy endeavor that involves waiting in line for 2 hours, followed by an inspection performed by the guards at the gate. Although the Free City is open to all and relatively safe, the city militia has stringent laws against contraband (namely destructive magic, drugs, and any poison that causes Constitution damage). If disguised as commoners with a Disguise check (opposed by three +4 Spot checks by the guards), the party is let through the gate after a simple questioning of their name and business. Otherwise, read or paraphrase the following when the PCs approach the gate.

"Well what do we have here? Fancy folk here to spend their coin in the Free City," the guard calls out from the gate. "Well, what's your business here? And be prepared to turn out your pockets."

While the guards (LN male human warrior 3) have nothing against the PCs, they tend to give a hard time to those outfitted better than themselves. After recording the names of all the party members, the guards ask to take a look at their possessions, citing the need to search for contraband. They look very suspiciously at all weapons and unusual gear, especially any odd talismans, jars containing green worms, or obviously magic items. After the inspection, which is conducted with a healthy dose of concerned looks and disapproving sighs, the guards inform the party that some of their gear may need to be confiscated. Although patently untrue, the guards are looking for a small bribe (5 gp or more) to ease the party's passage into the city. A successful DC 20 Sense Motive check makes this clear. Should the PCs proclaim their innocence forcefully and repeatedly, the guards let them in without much protest. Should any of the PCs actually possess contraband (such as poison or drugs) it is confiscated and the PC is fined 20 gp per dose or banned item.

Once they're inside the Free City, read or paraphrase the following to the PCs.

The streets of the Free City are cobbled with well-worn stones and scored by deep wagon ruts. Throngs of people of all races, some bearing exotic raiment, crowd the streets. The creak of wagons and neighing of horses is interrupted by the call of merchants hawking their wares and the shouts of customers haggling over prices. The air hangs heavy with the smell of civilization, the stench of sweat and refuse mixed with the aroma of fresh baked bread and fire-roasted meats.

The Free City is a blank slate. It could be the City of Greyhawk, Waterdeep, Sharn, or any large city in your home campaign. Feel free to place the various encounter areas in this adventure (or the diversions detailed in *Dragon* #336's "Wormfood") wherever you wish. The Crooked House and Eligos' manor can be anywhere in the city, of course, while Sodden Hold should be located on a waterfront. Next issue's "The Champion's Belt" continues the adventure in the Free City, and also includes a Backdrop article called "The Free City" which details the small neighborhood surrounding the Crooked House and contains numerous small adventure hooks to entertain the PCs between adventures.

The following two encounters occur while the party travels between various locations on the streets of the Free City. They can be used any time during the adventure, and are designed to breathe life into the urban environment and fill in the gaps during slow periods.

Event 1: Parade of Thieves (EL 9)

While making their way through the Free City, the PCs find their progress blocked by a parade of street performers and a small menagerie making its way down the street. A large crowd has gathered on both sides of the street, hoping to get a glimpse of exotic monsters and daring jugglers.

The intersection ahead is packed with a throng of people, straining their necks and cheering as a pair of jugglers, preceded by a large metal cage, makes its way down the cross street. The parade continues to roll past, displaying the talents of numerous street performers and various caged beasts. One large and extravagant cage on a horse-drawn wagon actually consists of two cages. The inner cage is made of iron bars, with panes of glass mounted outside the bars on all four sides. Within is a three-headed monstrosity with the heads of a goat, a lion, and a brilliant blue dragon. As the parade trundles along, the beast roars over and over as its dragon head blasts the iron cage with bolts of electricity that play along the metal bars.

Creatures: The parade, an annual event in celebration of the coming Champion's Games, makes its way through the streets of the Free City to the entertainment of all. Unfortunately, the garish event also attracts a number of thieves, who use the distracting event as cover for their larcenous ways. Any character that mingles in the crowd to get a better look is a likely target for the pair of rogues in the crowd.

As an added danger, the beast in the cage, a chimera, has ambitions beyond those of a sideshow attraction. The parade organizers did an excellent job ensuring that the chimera's breath weapon wouldn't hurt anyone on the street, and while the lightning isn't doing much damage to the glass panes, it has been slowly weakening the iron bars of the inner cage.

Just moments after the rogues have had a chance to ply their trade, the chimera's cage breaks, loosing the beast as the crowd flees in panic (along with the rogues, if they have not been spotted).

Aregen and Sald **CR 5**

Male human rogue 5
CN Medium humanoid
Init +7; **Senses** Listen +7, Spot +7
Languages Common, Dwarf

AC 16, touch 13, flat-footed 13; Dodge, uncanny dodge
hp 25 (5 HD)
Fort +3, **Ref** +7, **Will** +0; evasion

Spd 30 ft.
Melee mwk short sword +7 (1d6+1/19–20)
Ranged light crossbow +6 (1d8/19–20)
Base Atk +3; **Grp** +4
Atk Options sneak attack +3d6
Combat Gear *potion of cure moderate wounds*, *potion of invisibility*, 2 tanglefoot bags

Abilities Str 13, Dex 16, Con 14, Int 10, Wis 8, Cha 12
SQ trapfinding, trap sense +1
Feats Dodge, Improved Initiative, Weapon Finesse
Skills Bluff +7, Disguise +9 (+11 acting), Escape Artist +11, Hide +11, Listen +7, Move Silently +11, Sleight of Hand +13, Spot +7, Tumble +11
Possessions combat gear, masterwork studded leather armor, masterwork short sword, light crossbow with 20 bolts, disguise kit, peasant outfit, 23 gp

Chimera: hp 76; blue dragon head; *Monster Manual* 34.

Tactics: The chimera is furious and bent upon gaining a bit of revenge upon the folk that taunted it. Once free of its cage, it moves to attack the nearest target, most likely one of the fleeing townsfolk or performers. A small child left behind makes an easy target should the party back away from the dangerous beast. The chimera's wings have been clipped. As a result, it can fly but must land by the end of its movement.

Once the chimera is free, Argen and Sald try to flee the scene quickly unless one has been discovered in his thievery. Should this happen, the rogues support each other as much as possible, flanking any target that presents itself. If successful in their Sleight of Hand checks, the rogues make off with whatever the PCs happen to carry in their belt pouches or a small item from their packs. This should amount to nothing more than a few coins, a potion, or a sheathed dagger or wand.

Developments: Should the PCs kill the chimera, the performers are clearly saddened, but they understand the necessary use of force. If the chimera is instead merely knocked unconscious, the performers are very grateful and reward the PCs with two *potions of resist energy (lightning)* 20.

If either Argen or Sald are killed, the PCs must explain themselves to the local watch captain, who does not look lightly on such harsh retribution. He warns the party that vigilantism will not be tolerated, and that further acts could land them in the stocks (or worse).

Event 2: Street Prophet

Most major communities have their fair share of prognosticators, some crazed and raving about the future, others quiet and lurking, waiting for the signs they know are coming. The Free City is no exception. While some are clearly mad, occasionally one lone voice is a prophet, knowing more than any man should.

Up ahead, standing atop a covered rain barrel, a man screams at a public that seems keen to ignore his ravings. Dressed only in a ratty robe and waving a long, charred staff, the balding human man seems to be shouting himself horse, yet the crowd still passes him by without paying much attention at all.

The party can easily avoid or ignore the crazed man. If they happen to ask one of the common folk about him, they learn that he is here every day, shouting about this and that. Last week he shouted about "the dragons of the rift and the sins they proclaim" or some such nonsense. No one's really sure of his name, and most call him the Rain Barrel Man as a result. If the PCs bother to listen to his rant, read them following.

"Listen to me, you children of the Free City, and hear the doom that builds before your blind eyes. You in your house of gold and you in your hovel of mud and even you in your mail of metal, none of you are safe from the doom, from the Age of Worms. Oh yes, it is coming. Have you

not heard the dead dragons roar? Have you not smelled the rot festering under your very nose? Have you not dreamt of the worm that walks, bringing decay to all he touches? Fools, you are all fools! Your doom is upon you! The end is in sight and none of you shall be spared. Decay is the future and the future is here!"

The Rain Barrel Man does not allow interruptions to his rant until the end and begins anew after a few moments. Should the PCs ask questions about his rant, he only stares at them, with no answers forthcoming. He refers to himself as "the prophet of the golden eye" and refuses to share any of his secrets. He is more than willing to repeat his rant, but seems to have no further information about his tale (and in fact, does not seem to know anything about it when not telling it in its entirety).

PART TWO: ELIGOS AND THE CROOKED HOUSE

Eligos lives in one of the more affluent parts of the Free City, known as the Garden District. Although the guards at the gates to this district look at the PCs with suspicion, they do not bar their entry. When the PCs arrive at the address Allustan provided, read them the following.

A white stone wall surrounds a manicured yard of trimmed hedges and exotic fauna. A cobbled path, flanked by a pair of pools and rearing dragon statues, leads to a white marble manor house with gilded double doors and flickering golden lanterns.

As the party approaches the front door to the opulent manor, it opens as if they are expected. **Pollard** (N male elf expert 2), Eligos's aged elven manservant, asks the PCs their business at the estate and invites them inside to wait for the sage (assuming they mind their manners).

Once inside the manor, the party is escorted through the grand foyer, dominated by a marble staircase lined with suits of ancient armor, and topped by an ancient battle banner used as a curtain. Off to one side, a short hallway leads to a parlor, where the PCs are asked to wait by the austere manservant. After serving the party a fine wine (or water) along with fresh fruit, Pollard leaves the party to await the sage.

The parlor is lined with packed bookcases, framed by various oil paintings of faraway places and fantastic locales (such as a great road of bones, a bustling city set inside a dormant volcano, and an abstract painting of a vast featureless ashen plain). All of the furniture is gilt with fine gold tracery and padded with plush red velvet cushions. The floor is polished wood, but covered by a well-worn carpet depicting some forgotten battle between the forces of good and evil. After a few minutes of waiting, Eligos joins the party in the parlor.

Eligos

A middle-aged man wearing an open red robe with a silver breastplate underneath enters the room. His eyes are sharp wells of deep gray accented by specks of red. His hair, red like the setting sun, shows the first signs of receding. "My manservant, Pollard, tells me that you wish to speak to me," he says in a calm, even voice. "My name is Eligos. How can I be of assistance?"

Eligos (LN male human fighter 2/wizard 7/loremaster 2) is a patient, levelheaded man, respected throughout the Free City for his obscure knowledge and skill in the arcane. Like Allustan, Eligos was once apprenticed to the powerful archmage Manzorian. Unlike Allustan, Eligos still serves the archmage as one of Manzorian's chief agents in the Free City.

After allowing the party to introduce themselves, Eligos plainly asks what their business is with him. Although patient, his time is valuable and he does not suffer fools. He listens to the PCs' request calmly, without asking questions unless they mention Allustan. At that point he raises and eyebrow and says, "Hmm, I never thought I would hear from him again. But nonetheless, please continue." If asked about the sage of Diamond Lake, Eligos flatly states that they were both beholden to the same master for a time. He speaks no more of the matter, but does warm up to the party after their relationship with Allustan is established.

Eligos is intrigued by their queries, especially those concerning the jar containing the green worm, Zosiel's silver diadem, the two demon horns, the *talisman of the sphere* from the Whispering Cairn, and any tales of the Age of Worms or the nefarious cults in nearby Diamond Lake. After hearing their request for answers, the sage thinks on it a bit with two fingers raised to his lips and then speaks.

"Although not my area of expertise, I do know a bit of what you speak and am greatly

disturbed. I will look into this matter, but it will take some time. There are many books to consult, and most are kept in the Great Library. I should be able to gather the information you seek within the week. While you wait, might I recommend that you stay at the Crooked House in the Foreign Quarter? It is an excellent inn and the keeper and I are old friends—mention my name and he's sure to give you a discount on rooms. I shall contact you there when I have found the knowledge you seek. Until then, I suggest you enjoy the comforts the Free City has to offer."

Eligos asks for no payment in these dealings so long as the party mentions Allustan. Otherwise, he merely asks for future considerations should the need arise. He does not know what this entails, but he assures them it will be nothing dangerous. To complete the research, Eligos needs to keep any objects the party desires investigated.

You should use Eligos to answer any number of questions the PCs might have. In addition to answering direct questions, he can also fill in plot points the party might have missed, discovering "additional" information they might find useful. At the very least, you can use him to point the PCs to any other locations in the Free City you may wish to have them visit.

Be wary not to reveal too much. Information from the first three installments of the Age of Worms Adventure Path should be generally available if the PCs could have learned it themselves through their exploits. Hidden background information may be revealed in later installments and should be kept secret until that time. In the end, it's up to you to decide what Eligos discovers, but it should serve to drive the plot forward, fill in some of the gaps, and raise further questions.

If you are not running this adventure as part of the Age of Worms adventure path, Eligos can reveal whatever information is needed to drive your plot. The sage can become a valuable asset to the party, leading them to further adventures and solving some of the riddles that have plagued them.

Their business completed, Eligos summons Pollard to escort the party out, promising to contact them once his research is complete.

Campaign Seed: The Mistmarsh Accord

If the PCs made an agreement with Hishka the lizardfolk shaman in "Encounter at Blackwall Keep" to help arrange for a treaty between the Free City and the lizardfolk of the Mistmarsh, a successful DC 15 Gather Information check is enough to establish that the best route would be to contact the city guard and government with the request.

How much time you spend on this subplot depends entirely on how much your players enjoy political intrigue and roleplaying. You can certainly gloss over the meeting by having a PC make a DC 25 Diplomacy check to successfully negotiate the treaty. Alternately, you could develop an entire cast of politicians and aristocrats that the PCs must appease or convince of the merits of signing such a treaty. In the long run, the relations between the Free City and the Mistmarsh have little impact on the remainder of the Age of Worms plotline, so you can make as much or as little of this subplot as you wish.

The Crooked House

One of the larger buildings in the neighborhood, the Crooked House, is just that—a bit off tilt. Its walls are all at odd angles while none of its windows and doors are quite square. Despite this, the building looks to be in good repair, freshly painted and clean.

The Foreign Quarter is a diverse and busy neighborhood, packed with shops from dozens of nations and numerous inns that cater to merchants and travelers from far away lands. The buildings here reflect this diverse ethnicity, as few look alike and construction styles vary wildly from building to building. Structures made from stone, fancifully carved wood, and countless other more exotic materials.

Located in a part of the Foreign Quarter known as "Midnight's Muddle," the Crooked House has seen better days. Parts of its foundation have failed, resulting in a building out of sorts. The inn boasts few right angles, and none of the floors are level. However, the place has a charm not seen in many of the other buildings in the district. Its owner, Tarquin Shortstone XXIV, takes pride in his establishment, and despite its condition he keeps everything in working order, clean, and mostly safe.

Tarquin (NG male gnome expert 3) runs an honest business, catering to both locals and visitors alike. Many of the owners of local businesses stop by the Crooked House for a pint after closing up for the evening. Tarquin encourages this by cutting most of them a good deal and engaging them in lively conversation about business and local events. He is equally friendly to newcomers, offering up his rooms for the modest price of 6 sp per night, including a small meal in the morning.

The taproom of the Crooked House is often busy late into the night, and things can sometimes get rather lively, especially when a local bard or street performer stops by to entertain the guests. The PCs are free to take a turn on the small stage as well if they possess the skill. Tarquin does not take a cut of the earnings made by any of his performers, and instead offers them free drinks so long as their performances draw more business.

Inside the inn, the taproom is decorated with numerous trophies, primarily owlbear heads, of which Tarquin is rather fond. The tables have uneven legs so that they sit level on the slightly sloping floor. The staircase leading upstairs is a bit treacherous, as it has shifted significantly over the years. The rooms are all of good quality, containing a straw mattress bed, wardrobe, and table with an oil lamp.

When the party arrives, Tarquin is busy serving up a meal and asks if the PCs are interested in joining. He has a number of rooms available, all singles. His double rooms and party rooms are currently rented out to a merchant caravan that just arrived in the Free City. However, should the PCs mention that Eligos sent them, Tarquin cuts them a deal (4 sp per night) and throws in free drinks. Eligos and Tarquin are old friends and frequently meet at a local dragonchess parlor for a friendly game.

It is about this time that Loris Raknian, director of the Free City Arena, learns of the party's arrival in town. He contacts Zyrxog and arranges for their destruction the same day. Although events are starting to move against them, the PCs have a few days to explore the Free City, make purchases, and relax before the action begins.

Body Thief (EL 6)

While the PCs take time off, Tarquin encourages them to have a good time while staying at the Crooked House. The doppelganger agents who work for Zyrxog have already begun to observe the PCs, however, learning their habits and abilities while in the guise of common folk. One of them, a rogue named Ixiaxian, has been charged with infiltrating the party. The switch occurs at some point after the PCs speak to Eligos but before event 3 begins. Ixiaxian remains hidden in the party until the real PC is rescued later in the adventure (see area **D15**).

Before going ahead with this nefarious plot, you should carefully gauge your group. Pulling off this deception requires you to enter a conspiracy with one player against the rest of the group, a practice that is generally not recommended. If you feel that this would offend your group, feel free to omit this plot entirely.

There are three ways you can handle this potentially disruptive plot device. First, you can opt to ignore the subplot if you think recruiting one of the players as a double agent would disrupt the campaign. In this case, simply remove Ixiaxian from the adventure and replace the encounter with doppelgangers in area **D15** with a group of araneas.

Alternately, there are numerous points during the adventure in which one PC can be separated from the rest of the group. A PC may be arrested at some point and taken to jail apart from the rest of the group (possibly as the result of event 3). A PC could be jumped by Ixiaxian while he scouts ahead of the rest of the group while they explore the upper level of Sodden Hold. If you can engineer Ixiaxian's attack to coincide with a point at which a PC voluntarily leaves the rest of the group (such as if a PC decides to go off on his own to try to contact the Thieves' Guild, visit his temple, go shopping, or anything else that may lure PCs apart in the Free City), so much the better. Take that PC into another room and run the encounter with Ixiaxian. If the PC defeats the doppelganger, you can either try again with an identical doppelganger and a different PC later, or you can congratulate that PC on his luck and skill and continue with the adventure as written, replacing the encounter in area **D15** with the aranea.

A third possibility is to run the situation as a conspiracy. At some point before this adventure begins, pick the player you think will best be able to play Ixiaxian instead of his character; ideally, this should be a PC that Ixiaxian can mimic the abilities of with ease, like a rogue. Tell this player that at some point, his character will be taken over by a doppelganger. The player should continue to play his character normally, since Ixiaxian wants to observe the party and gather intelligence; his goal is not to betray them or attack them until the group reaches area **D15**.

Once a PC has been replaced with a doppelganger, allow that PC to continue to play the doppelganger as if it were his own character. The doppelganger certainly takes the time to equip itself with the PC's gear, and in its attempt to remain in "character" would certainly make the same decisions the PC would make as regards purchasing new equipment, using one-shot or charged items, and the like. You can even go as far as to let the PC continue using his own character's stats rather than handing him Ixiaxian's stats—this method isn't as precise, but it has the dual benefit of keeping Ixiaxian's true capabilities secret as well as being the least invasive method as far as the player is concerned.

Since Ixiaxian is a rogue, and since the real PC is going to probably spend several days imprisoned, he is careful to select a PC that not only closely matches his capabilities and skills, but one that won't be able to escape being manacled and imprisoned. Ixiaxian avoids selecting characters who can make a DC 35 Escape Artist check, and characters that can make a DC 28 Strength check. He also avoids taking characters that can use magic or special abilities to escape via changing shape, characters with the Still Spell and/or Silent Spell feats, characters that can cast *dimension door*, and so on.

Finally, you should be prepared for what could happen if the other PCs discover the deception early. *True seeing* can reveal the deception, as can an awkwardly placed *zone of truth* spell combined with some unfortunate questions. And even though in combats against other doppelgangers, Ixiaxian's kin try to avoid hurting him, there's always the chance that Ixiaxian could get killed elsewhere. Once a doppelganger is slain, its body reverts to its true from, revealing the deception for what it is. The good news for the duplicated PC at this point is that his character didn't really die. The bad news, of course, is that the duplicated PC is still imprisoned until rescued. In this event, you should engineer events so that the imprisoned PC is rescued sooner rather than later. Perhaps the imprisoned PC can be recovered from the cells in area **D6**. The imprisoned PC might even escape and make his own way back to the party.

Finally, you shouldn't penalize the captured PC's experience points, even if his character is technically not adventuring with the other PCs for a time. Allow the captured PC a full share of experience, as if he had participated in the encounters he missed.

Ixiaxian **CR 6**

Doppelganger rogue 3
N Medium monstrous humanoid (shapechanger)
Monster Manual 67
Init +3; **Senses** Spot +12, Listen +12
Languages Common, Elven

AC 17, touch 13, flat-footed 14; Dodge
hp 35 (7 HD)
Immune sleep and charm effects
Fort +3, **Ref** +10, **Will** +7; evasion

Spd 30 ft.
Atk slam +9 melee (1d6+3)
Base Atk +6; **Grp** +9
Atk Options sneak attack +2d6
Special Atk detect thoughts (DC 17)

Abilities Str 16, Dex 17, Con 12, Int 13, Wis 14, Cha 15
SQ change shape, trapfinding, trap sense +1
Feats Dodge, Great Fortitude, Ability Focus (detect thoughts)
Skills Bluff +14 (+18 when reading minds), Diplomacy +7, Disguise +13 (+23 when

using change shape, +27 when also reading minds), Intimidate +4, Listen +12, Sense Motive +12, Spot +12

Event 3: Betrayal at the Bar (EL 9)

Three nights after the PCs arrive at the Free City, Zyrxog's minions make their move to eliminate the PCs. After impersonating one of the PCs and committing a terrible attack, a doppelganger named Elaxan tries to turn the tavern patrons against the PCs in a massive brawl.

Creatures: Waiting until at least one of the PCs has gone to bed, Elaxan goes upstairs in the guise of a simple merchant. Once out of sight of the patrons in the common room, Elaxan assumes the identity of one of the party members that has gone to bed. He comes back downstairs, walks up to Tarquin and stabs him with a dagger. He then tries to run back upstairs before anyone can respond. Once out of sight, Elaxan promptly reassumes the merchant guise and comes back downstairs to incite the crowd against the PCs.

Tarquin survives the attack but falls unconscious behind the bar (at –2 hit points and bleeding) with the dagger still in his chest. The crowd of assembled patrons quickly begins shouting at the PCs as Elaxan attempts to use his Diplomacy skill to turn them against the PCs. If none of the PCs counter this with Diplomacy of their own, this is a simple DC 15 check. Should the PCs resist, it becomes an opposed role. The crowd's initial attitude toward the PCs is unfriendly. Either side winning the check by 5 or more can sway their attitude one step in either direction. Since these checks take 1 minute, sleeping PCs have plenty of time to join the commotion caused downstairs.

ELAXAN **CR 8**
Doppelganger fighter 2/rogue 3
N Medium monstrous humanoid (shapechanger)
Monster Manual 67
Init +4; **Senses** Spot +7, Listen +7
Languages Common, Elven

AC 23, touch 14, flat-footed 19; Dodge, Mobility
hp 57 (9 HD)
Immune sleep and charm effects
Fort +9, **Ref** +11, **Will** +6; evasion

Spd 30 ft.
Melee +1 *short sword* +13/+8 (1d6+4/19–20) or slam +11 melee (1d6+3)
Ranged dagger +12/+7 (1d4+3/19–20)
Base Atk +8; **Grp** +11
Atk Options Power Attack, Spring Attack, sneak attack +2d6
Special Atk detect thoughts (DC 16)
Combat Gear *potion of cure moderate wounds, potion of invisibility*

Abilities Str 16, Dex 18, Con 14, Int 13, Wis 12, Cha 15
SQ change shape, detect thoughts (DC 16), trapfinding, trap sense +1
Feats Dodge, Great Fortitude, Mobility[B], Power Attack, Spring Attack[B], Weapon Focus (short sword)
Skills Bluff +11 (+15 when reading minds), Diplomacy +11, Disguise +12 (+22 when using change shape, +26 when also reading minds), Intimidate +10, Jump +10, Listen +7, Sense Motive +5, Spot +7, Tumble +15
Possessions combat gear, *+2 studded leather armor, +1 short sword*, 4 daggers

TAVERN PATRON (14) **CR 1**
Male human commoner 2
NG Medium humanoid
Init –1; **Senses** Spot –1, Listen –1
Languages Common

AC 9, touch 9, flat-footed 9
hp 11 (2 HD)
Fort +1, **Ref** –1, **Will** –1

Spd 30 ft.
Melee knife +2 (1d3+1/19–20)
Ranged bottle –4 (1d4+1)
Base Atk +1; **Grp** +2

Abilities Str 13, Dex 9, Con 12, Int 11, Wis 8, Cha 10
Feats Skill Focus (profession), Toughness
Skills Handle Animal +5, Profession (any one) +7, Use Rope +4
Possessions two bottles, knife, 4 sp

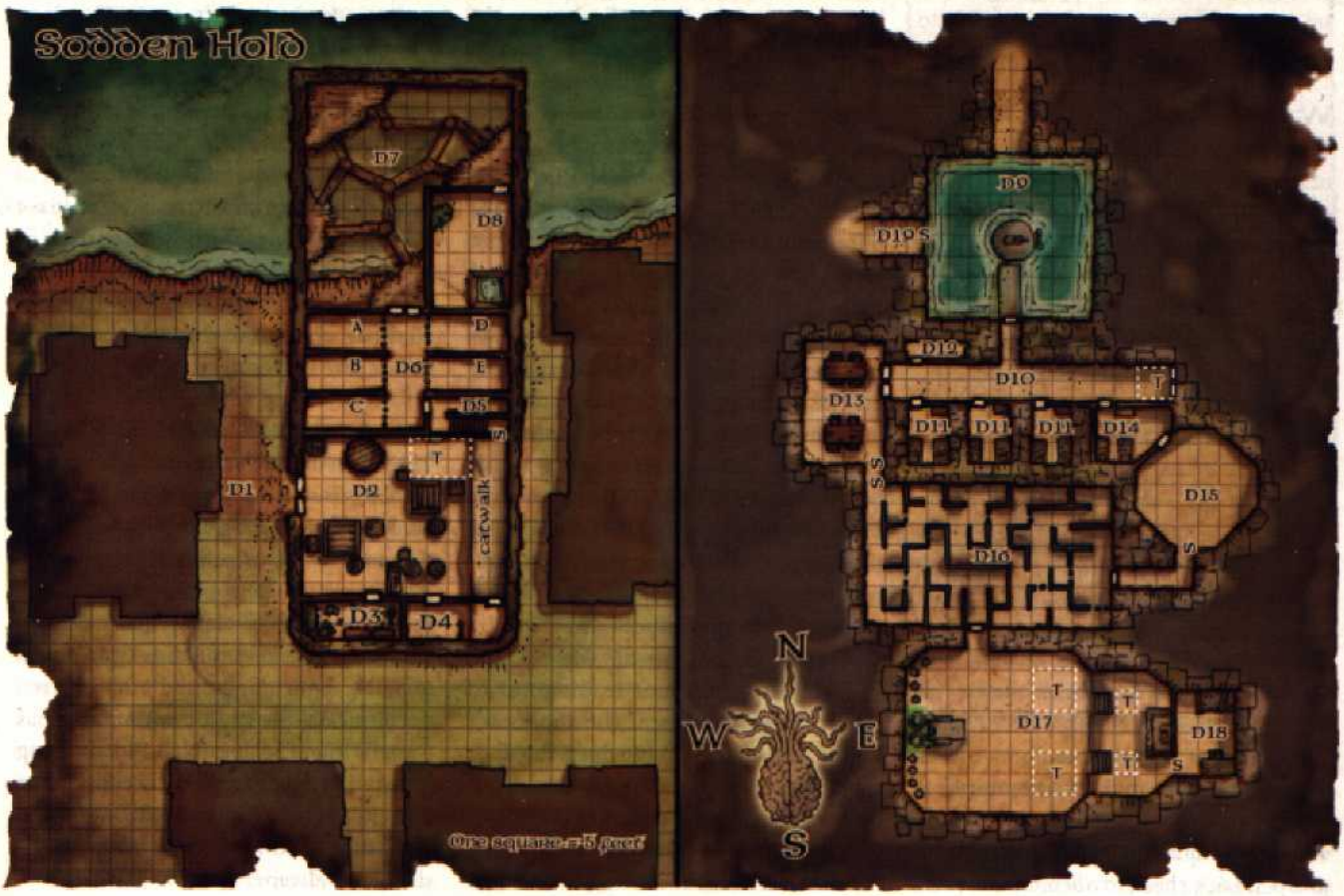
Tactics: As this fight occurs in the taproom of the inn, you should determine if any of the PCs are wearing armor and what weapons they carry before the fight begins. Tarquin finds it rude to be fully armed and armored in his establishment, but lets it pass if the PCs are insistent or sweet talk him with a DC 20 Diplomacy check. Unarmed PCs can fight using the same weapons as the patrons, knives (treat as daggers that deal 1d3), bottles (improvised weapons that deal 1d4) and chairs (improvised clubs). Throughout the fight, Elaxan uses Spring Attack to move up into a flanking position, take an attack, and back away before the PCs can retaliate. If dropped to below 10 hp, he attempts to flee, changing shape to that of a peasant woman the moment he is out of sight.

Developments: Four minutes after Tarquin is attacked, the city watch arrives on the scene and arrests the party unless they can prove their innocence (see the cast article in *Dungeon* 118 for some sample city watchmen). If the PCs have killed any of the tavern patrons, they are arrested whether or not they prove that they did not hurt Tarquin. Should the PCs kill Elaxan, he reverts to his true form, much to the shock of all present. This evidence alone is enough to clear the PCs of any charges by the crowd and guard. Should Elaxan be searched, he has daggers that match the one used to attack Tarquin. Without this proof, convincing the city constables requires a DC 30 Diplomacy check and a rather good explanation.

Elaxan's pouch contains a strangely crooked key attached to a small keychain. The key's head bears a unique design of a ship being pulled underwater by a huge octopus. This key can unlock the front door to the doppelganger's hideout, a warehouse down by the river called "Sodden Hold." A DC 20 Knowledge (local) check allows a character to recognize the design on the key as the same as a design over several old warehouses in the River Quarter, although most of these warehouses have been torn down and replaced with newer buildings. If none of the PCs figure this out, a DC 15 Gather Information check uncovers the same clue. In addition, the informant can tell the PCs that the octopus standard was the mark of a now-dead merchant who once owned several warehouses along the waterfront. Most of these buildings have been sold off and rebuilt, but one still stands—Sodden Hold.

If the PCs are arrested, they spend the night in jail, stripped of all their gear and spell components. In the morning, using their agents within the city watch, the doppelgangers have the PCs delivered to their hideout as noted in the sidebar "Delivered into Danger."

Assuming Tarquin survives, he is very grateful to the party if they prove their innocence. He offers them free room and board for a month as reward. If the poor innkeeper dies as a result of the attack on



his life, his son takes over the business soon after. Obviously, if the party members do not prove their innocence, they are forced to leave the fine establishment.

PART THREE: SODDEN HOLD

Down on the banks of the Selintan River, outside the city walls, a large district has been built to service the docks and waterways around the Free City. In among the warehouses, taverns, and shops catering to mariners is a relatively unremarkable warehouse marked "Sodden Hold" in faded green paint. This stone warehouse has a moss-covered roof and is home to a band of doppelgangers, led by Telakin and controlled by a secretive mind flayer named Zyrxog.

This group of shapechangers has spent years infiltrating the government of the Free City, from minor nobles to town guards, and it is from this warehouse and the warrens below it that they plan their insidious schemes. Tasked by their hidden master to destroy the PCs and claim their gear, the band of doppelgangers has set events into motion to draw the PCs to their hideout.

Warehouse Level

Unless otherwise stated, each chamber of the Sodden Hold warehouse is lit with everburning torches suspended from the ceiling 30 feet above. Both the interior and exterior walls are superior masonry walls, while the doors are made of strong wood (see pages 90–91 of the *Dungeon Master's Guide* for their statistics).

D1. Sodden Hold

Lurking at the water's edge like a rotten log washed ashore, the warehouse marked "Sodden Hold" is built mostly of stone with a wood shingle roof thick with long, ropey moss. The entire building has a green hue, owing to the large patches of moss and mold that grow on its walls.

A tall set of iron double doors marks the only entrance to the warehouse, as it has no windows. The doors are locked with a good-quality lock, requiring a DC 30 Open Lock check to open. Elaxan's key also opens this door. A DC 20 Survival check by a character with the Track feat reveals that these doors have been used frequently despite the warehouse's abandoned appearance.

D2. Storage Hall (EL 7)

The doors open into a large space dominated by dozens of crates and barrels of various sizes. Lit by a number of faintly flickering torches above, a thick layer of dust covers much of the cargo stored here.

This room is used by the doppelgangers to keep up appearances should any local officals stop by for an inspection. Most of the crates and barrels are filled with cheap goods such as rough cloth, spoiled ale, and chainmail links. There are numerous ways out of this chamber, including two doors on the south wall (both locked), a trapped false door on the north wall, and two doors up at the level of the catwalk that runs along the east side of the room (one of which is hidden).

The catwalk on the east side of the room is 15 feet above the floor. The door on the south side of the catwalk leads to area **D4** and is not locked. The door on the north side of the catwalk is hidden, requiring a DC 25 Search check to locate. A DC 15 survival check by a PC with the Track feat identifies the location of the door by the boot prints leading to it, but does not reveal how to open it. This hidden door leads to area **D5** and it is not locked.

Creatures: Three of the crates and barrels in this chamber are not what they appear to be. The doppelgangers keep a trio of mimics in this chamber to ward off any intruders that might break in. A Spot check opposed by the mimics' Disguise checks notices them hidden among the other crates before they attack. One of the barrels in this chamber contains a sour alcohol strong enough to dissolve the mimics' adhesive.

Mimics (3): hp 52; *Monster Manual* 186.

Trap: The false door leading out of this chamber is trapped. The door is not locked, but attempting to open the door sets off the trap, opening a wide pit in front of the door.

Wide Mouth Spiked Pit Trap: CR 7; mechanical; location trigger; manual reset; DC 25 Reflex save avoids; 40 ft. deep (4d6 fall); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+5 each); Search DC 28; Disable Device DC 25.

D3. Abandoned Office

The door leading into this chamber is locked, requiring a DC 25 Open Lock check to pass.

This dark chamber is absolutely packed with boxes and bookcases overflowing with ledgers and papers in no apparent order.

These papers detail a business that once ran in this building over 10 years ago. Going through all of the papers crammed into this room takes 10 minutes per Search check. A successful DC 25 Search check uncovers a *ring of swimming* accidentally discarded by the doppelgangers when they moved all of the refuse to this chamber.

D4. Rickety Ladder

The door leading into this chamber from the ground floor is locked, requiring a DC 25 Open Lock check to open. The door above on the catwalk is unlocked. This small chamber contains a decrepit ladder leading up to a platform level with the catwalk in area **D2**. This chamber is littered with loose stones and dust.

Attempting to climb the ladder causes it to collapse, bringing down a portion of the catwalk above as well. This deals 2d6 points of damage from falling debris to all those adjacent to the ladder. A DC 15 Reflex save halves the damage.

D5. Storage Cell

The secret door from the catwalk leads to the top of a staircase that descends into an oblong chamber with only one exit. Along the north wall, a number of unlocked chests contain the belongings of the prisoners (Ilya and Gattel) in the cells of area **D6**. One chest contains Ilya's *periapt of health*, signet rings, and embroidered sky blue cloak (worth 200 gp). Another has Gattel's *bag of holding* (type I) containing 863 gp. The other chests here contain the PC's gear if they are captured and put in one of the holding cells (as noted in the sidebar "Delivered into Danger").

D6. Cells (EL 8)

This tall chamber contains five cells, each with a wall of iron bars facing the corridor that runs between them. A number of the cells are occupied, one with a young elven woman, one with a pair of young men, and another with what appears to be a dead man.

These cells are used by the doppelgangers to keep prisoners they plan to impersonate, but do not yet wish to eliminate. Each cell consists of three reinforced masonry walls and one wall made of iron bars (treat as an iron portcullis). There is a simple straw mat, ceramic water bowl, and waste bucket in each cell. The entire room is lit by a pair of everburning torches suspended from the ceiling of the hallway. Each of the cells is locked with an average quality lock, requiring a DC 25 Open Lock check to open.

Cell A: This cell contains a young elven woman, **Ilya Starmane** (LG female elf aristocrat 4), who was abducted by the doppelgangers nearly a month ago (not that her family knows this). She is cold and untrusting of anyone that comes to speak with her, as the doppelgangers have been toying with her the whole time, delighting in her anguish. Her family is one of the lesser noble families in the Free City, one of the key trading partners between the city and the nearby elven kingdom of Celene. She has seen hundreds of different individuals come through this area in the past month, rarely the same person twice.

Cell B: This cell is empty.

Cell C: Although the resident of this cell appears to be dead, he is barely alive (stable at –7). The man, **Gattel Watam** (CN male human expert 5), was once a local tax collector before being captured by the doppelgangers 2 years ago. As one of the first subjects of the *mind clone* (see area **D17**), Gattel's mind has shattered, and if he's revived this becomes readily apparent. Gattel goes through periods of intense weeping, childish laughter, and haughty talk as if he were a high-born noble. He is only occasionally lucid enough to identify himself, an act usually followed by an attempt to end his life. The doppelgangers keep him alive because the *mind clone* procedure on him failed and they need to continue to impersonate him to collect funds.

Cell D: Aside from some blood-soaked straw, this cell is empty.

Cell E: This cell contains two ordinary human men, both a bit soiled and tired looking. If spoken to, they claim to be Martal and Regim, members of the town guard captured a week ago. They speak in vague terms of the horrible things that happen here, including probing into their minds, severing and then reattaching limbs, and worse.

Creatures: In reality, Martal and Regim are the doppelganger guards of this small prison. The door to their cell has a hidden latch allowing them to open it from the inside. Underneath their straw mattress they have stored a few pieces of gear. The duo begs to be released, but attacks the party once the door is opened. An opposed Sense Motive check versus the doppelgangers' Bluff checks avoids being surprised on the first round of combat.

MARTAL AND REGIM (2) **CR 6**

Doppelganger fighter 4

N Medium monstrous humanoid (shapechanger)

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Init +7; **Senses** Spot +5, Listen +5

Languages Common, Dwarven

AC 22, touch 13, flat-footed 19; Dodge

hp 64 (8 HD)

Immune sleep and charm effects

Fort +10, **Ref** +8, **Will** +6

Spd 30 ft.

Melee +1 *longsword* +13/+8 (1d8+6/19–20) or slam +11 (1d6+3)

Base Atk +8; **Grp** +11

Atk Options Power Attack

Special Atk detect thoughts (DC 16)

Abilities Str 16, Dex 16, Con 16, Int 13, Wis 12, Cha 15

SQ change shape

Feats Dodge, Great Fortitude, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword)

Skills Bluff +13 (+17 when reading an opponent's mind), Diplomacy +4, Disguise +10 (+20 when using change shape, +24 when using change shape and reading an opponent's mind), Intimidate +8, Listen +5, Sense Motive +7, Spot +5

Possessions masterwork studded leather, heavy steel shield, +1 *longsword*

Developments: Once freed, Ilya and Gattel seek to leave this place as soon as possible. Ilya gifts her *periapt* to the party as reward for saving her, while

Delivered into Danger

If the party is arrested for the attack on Tarquin (or any other crime), they soon find themselves delivered to the doppelgangers late at night. A small squad of guards puts them into a wagon cell pulled by a pair of horses and drives them down to Sodden Hold, where they are transferred to the cells in area **D6**. The PCs are split up into two groups, half in cell **B** and the other half in cell **D**.

Every night, a pair of doppelgangers (see area **D6** for stats) comes to the prison to drag one of the captured characters into the hall and beat him into unconsciousness using nonlethal damage. Once unconscious, the PC is taken below and a *mind clone* is made. This proceeds until all of the PCs are cloned, at which time they are taken one at a time from their cells and killed.

Escaping from the cells is not easy, but it's far from impossible. The cells contain plenty of sticks and straws that could be used to pick the locks (at a –2 penalty on the roll). The party could attack the guards when they come to take one of the characters below. One of the previous occupants of cell **B** partially tunneled through the exterior wall of his cell, hidden behind the straw mattress. However, there is no tool to continue the work in the cell. Gattel has a bent spoon that would work, but convincing him to give it up requires a DC 20 Diplomacy or Intimidate check. Once acquired, tunneling through the outside wall requires another 16 hours of work.

The guards in cell **E** do not leave their cell unless the party manages to free themselves from their cells, at which point they attack.

If the entire party is captured in this way, the gang goes to the inn and collects any gear they left behind (in their guise), which is added to any gear that was confiscated when the PCs were arrested. All of this gear is stored in the unlocked chests in area **D5**.

Gattel does not claim any of his gear, not recognizing any of it.

D7. Collapsed Chamber (EL 9)

Much of the floor of this ruined chamber has given way, revealing a large stagnant pool of water below. Rusted spears and broken swords break the surface of this pool throughout the room. A framework of soggy timbers that might have once supported the floor still stands, stretching out across the void.

Navigating this chamber is quite dangerous. Moving at half speed across the wooden planks requires a DC 12 Balance skill check, as they are a bit slippery from mildew. Failing this check by 5 or more results in a fall down into the water below. The shaded planks all lead to a piling that is not structurally sound. If a Medium or larger character steps onto one of these planks, the piling collapses, dropping anyone on a shaded plank down into the water below. The doppelgangers have placed dozens of weapons in the water below, making it very dangerous to traverse or fall into (as noted under Tactics).

The far wall of this chamber used to contain doors for accepting river cargo, but these have been boarded over. The only exit out of this chamber is a door out of sight when the PCs first enter. This door is locked, requiring a DC 25 Open Lock check to open.

Creatures: This room is home to a pair of invisible stalkers. Allied with the doppelgangers, they allow anyone who says the word "deception" to pass without incident. Those not speaking the password before crossing out onto the planks are subject to attack.

Invisible Stalker (2): hp 52; *Monster Manual* 160.

Tactics: The invisible stalkers use the element of surprise to attack the PCs once they have begun to cross the planks. Any character that attempts to fly or bypass the planks becomes an immediate target for these silent killers. Those standing on a plank are considered flat-footed unless they possess 5 ranks in Balance, and must make a DC 12 Balance check to avoid falling if struck. The stalkers know this and try to knock as many PCs as possible into the dangerous waters below.

Those falling into the water are subject to 1d4 attacks from the weapons (+10 melee dealing 1d6+4 points of damage each). The water below is very calm, requiring a DC 10 Swim check to move at half speed, but this provokes more 1d2 more attacks from the weapons placed in the water per 10 feet traversed. It's a DC 10 Climb check to clamber up a piling back to the floor above.

Treasure: The doppelgangers often toss the bodies of those they have slain into this fetid pool, along with any gear they find to be of little value. A DC 15 Spot check notices these corpses underneath the water, between the spears. A DC 25 Search check reveals a golden glint among the bodies. This is a golden *wand of spiritual weapon* (26 charges) accidentally discarded by the gang in their haste and not yet recovered.

D8. Water-filled Pit

This large chamber is empty aside from two holes in the floor, one a jagged rip where the floor has fallen away, the other a perfectly square opening with a shaft leading down. The shaft is full of water after about thirty-five feet and a wooden barrel bobs on the surface. A crude rope ladder descends to the surface of the water

The doppelgangers use this room to gain access to their underground warrens. Traditionally, the members of the gang sit in the barrel, floating in the water as the level slowly drains down 40 feet to the floor below, just outside area **D9**. When they wish to go up, they simply reverse the process, sitting in the barrel as the water level is slowly raised. This process takes a full minute.

Unfortunately, for the party, the water is currently raised and the mechanism to raise and lower the water is in another room. Characters wearing metal armor can simply jump in and sink to the bottom of the shaft in 2 rounds. Others must actively swim to the bottom. As the water is calm, swimming down requires a DC 10 Swim check to move at half speed. At the bottom of the shaft, a 20-foot-long passageway leads west to area **D9**, which is also flooded. There is no light down this shaft, and the water is very salty.

The other hole in the floor of this chamber leads to a stagnant pool of river water trapped underneath this section of the building.

Warren Level

This deep underground sanctuary is where the gang of doppelgangers hatch their nefarious plots and rest from their trials. Unless otherwise noted, a pale blue everburning torch mounted on the wall lights each chamber. The walls of this level are hewn stone and all of the doors are iron (see pages 90–91 of the *Dungeon Master's Guide* for their statistics).

These rooms are meticulously well kept. None of the dust and dirt of the warehouse above is present here. The walls in most of the chambers are carved with an intricate flowing scrollwork that never seems to repeat itself.

D9. Water Control Chamber (EL 8)

When the party first enters this chamber from area **D8**, they emerge 40 feet beneath the surface of the water. A 10-foot wide pillar of stone in the center of the room rises up to a point 10 feet above the top of the water. A short metal ladder reaches from the top of the pillar to the surface of the water.

On top of the pillar is a large metal lever. Tripping the lever opens wide drains on the floor, and both the water level and pillar sink at an equal rate (about 4 feet per round). After one minute, the pillar is only 10 feet tall and the room (including area **D8**) is devoid of water. Tripping the lever again reverses this process, raising the pillar and flooding the room.

A stone platform, 50 feet above the floor of the room (at the same level as the pillar when fully raised) leads to a locked door. Opening this door requires a DC 25 Open Lock check.

Creature: A giant octopus lives in this chamber. Zyrxog gave the creature to

the doppelgangers as a gift when he had finished his experiments upon it. When the water is drained, it escapes the room through one of the drains at the bottom, only to return when the water level rises. If severely wounded, the octopus flees in a cloud of ink to the nearest drain.

Giant Octopus: hp 47; *Monster Manual* 276.

Developments: A secret door is hidden in one wall of this room. It can only be found with a DC 35 Search check, although it is open later, as noted under area **D19**. This passageway leads to the Free City sewers and Zyrxog's lair.

D10. Trapped Hallway (EL 8)

Iron double doors cap this long hallway at both ends. The far wall has four doors spaced evenly along its length, with only a lone door on the other side.

All four doors on the southern wall are locked, requiring a DC 25 Open Lock check to open. This hallway is generally devoid of activity unless the party makes a great deal of noise, which summons the doppelgangers in area **D11** to investigate.

Trap: The east end of this hallway is actually a dead end, with a trap door covering the floor in a 10-foot by 10-foot area in front of the door. Those walking into the area risk falling into the pit below, which is deeper than it appears. An *illusory wall* spell (caster level 11th) is placed 30 feet below the trap door, creating a false floor. The actual floor is 60 feet beneath the floor of the hallway in the area of a magical *silence* (also at caster level 11th) To those outside the pit, the character falls through the floor and upon triggering the trap door again and investigating inside the pit there is no sign of the missing PC. The walls of the pit are extremely smooth and greased, making it impossible to climb.

Devious Spiked Pit Trap: CR 8; magical and mechanical; location trigger; no reset; DC 25 Reflex save avoids; 60 ft. deep (6d6 fall); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+5 each); Search DC 29; Disable Device DC 25.

D11. Sleeping Quarters (EL 5)

These rooms are practically identical. Each contains two comfortable beds, a washbasin, two full-length mirrors, and a large wardrobe packed with different styles of clothing. All of the outfits in the *Player's Handbook* can be found in one of the rooms.

Creatures: Two doppelgangers are in each of these rooms at any given time, home from covert operations around the Free City. If not asleep, they are busy practicing one guise or another, trying on various outfits and altering their form.

Doppelgangers (2): hp 22; *Monster Manual* 67.

Tactics: If a general alarm is raised, the doppelgangers in these rooms (six doppelgangers in all) quickly mobilize to attack any intruders they see in area **D10** who move toward either area **D13** or **D14**. They attack in their natural forms, but if combat goes poorly the survivors try to escape into area **D16** to regroup.

Treasure: Various bits of jewelry (brooches, amulets, and rings) are scattered throughout the wardrobes of these rooms with a total value of 500 gp in all. Each room also contains a single noble's outfit and a single royal outfit, in addition to numerous other outfits totaling 250 gp in all.

D12. Lavatory

This simple bathroom is used by the gang and holds nothing of value.

D13. Planning Room

Two tables, each surrounded by plain wooden chairs, sit in the middle of this chamber. Unorganized heaps of maps, notes, and books cover each table. A large map of the Free City hangs on the opposite wall.

Telakin and his band of doppelgangers use this room to chart their progress and plan their next moves as they slowly infiltrate the government and aristocracy of the Free City. Although the documents specifically avoid mentioning the actual names of any individuals replaced, they do detail numerous noble families and government institutions that have been corrupted by their influence. This includes merchant councils, the leatherworker's union, the carpenter's guild, the stonemasons, the courts, the militia, and the directing oligarchy.

Discovering the extent of this corruption takes 2 hours of rifling through the maps and papers and a successful DC 15 Search check.

The southeast corner of this room contains a well-concealed door behind a short bookcase. Finding the door requires a DC 30 Search check. The doppelgangers had this door and the door in the maze installed as a hidden escape route.

Treasure: If the PCs hand over the maps and papers detailing the doppelganger corruption to the authorities, they can expect not only the welcome thanks of many important individuals in the Free City, but a reward of 800 gp per PC.

D14. False Bedroom

This bedroom looks just like all the others (area **D11**), but without any of the jewelry. Unlike the other rooms, the east wall of this chamber is an *illusory wall* (caster level 11th) hiding a small chamber beyond.

The small hidden chamber is dark save for a simple iron door that lets in a pale blue radiance from the room beyond. The door is not locked.

D15. Hall of Deception (EL 9)

The walls of this tall octagonal chamber are mirrored with a dark black glass reflecting ghostly blue flames from a trio of torches suspended above. In the center of the room is each one of *you*, manacled and tied to a chair, struggling to escape.

As noted earlier, one of the characters has been replaced by a doppelganger. That character is actually tied to one of these chairs. The others here are actually doppelgangers, assuming the guise of the rest of the PCs (one for each). The figures are dressed in tattered clothes, and each is gagged with a dirty rag. The real PC tied up here does not know that any of the others are doppelgangers, and has little memory of anything other than having been locked in this room for days. Once every several hours, a doppelganger comes into the room to give the victims food and water

and to remove buckets of waste, but otherwise the captive PC has no real concept of how long he or she's been kept here.

The southern secret door requires a DC 25 Search check to locate. If the lights in the chamber are extinguished, a thin pale light can be seen coming from the passageway beyond, requiring only a DC 10 Search check to locate the secret door.

Creatures: The doppelgangers here are not securely bound; their manacles are rigged so that a DC 10 Escape Artist check allows them to wriggle free. The real character is securely bound with masterwork manacles, requiring a DC 35 Escape Artist check to slip the bonds or a DC 28 Strength check to break free.

Once the PCs enter, the doppelgangers attempt to escape their bonds one at a time (as should the real character), moving to embrace the characters as their saviors and crying out that their corresponding character in the party is false. This continues until all the doppelgangers are free and arguing with the group over who is real and who is an impostor. Once they are within melee range, they attack those that they copy, hoping to surprise the characters. This undoubtedly requires a number of Bluff, Disguise, Sense Motive, and Spot checks to resolve. Obviously, the doppelgangers all move to attack the PCs if they are attacked or if the deception is foiled.

This is also the point when the doppelganger hiding within the group reveals his betrayal, attacking the most vulnerable or wounded PC using all of the powers at his disposal. Once the deception is revealed and Ixiaxian attacks the other PCs, the PC who was playing the doppelganger immediately resumes play as their actual PC, who is manacled and tied to the chair.

Ixiaxian: hp 35; see page 41.

Doppelgangers (variable): hp 22; *Monster Manual* 67. Instead of Dodge, each of these doppelgangers has the Haunting Similarity feat (see sidebar).

Note: If none of the party members are replaced by a doppelganger, this encounter should be swapped with a den of aranea. Instead of mirrored walls, this chamber is filled with thick silvery spider webs.

Aranea (4): hp 22; *Monster Manual* 15.

Treasure: In addition to all of the duplicated PC's gear, Ixiaxian carries a *mind clone* created from that character's memories. This *mind clone* is a sapphire worth 2,000 gp.

D16. Mirror Maze (EL 9)

Beyond the door is a dizzying array of light and reflections. Polished metal mirrors stretch from floor to ceiling, forming a maze of endless corridors and reflected images.

Although there are many routes through this maze, pressure plates throughout raise additional mirrored walls that can separate and bewilder the party. Both of the squares on either side of the dashed lines on the map contain pressure plates. Only when both of these plates have been triggered does the wall between them raise into place with blinding speed. Those adjacent to a raising wall can attempt to dive to the other side with a DC 25 Reflex save. Walls can be lowered by triggering a hidden switch

New Feats

Haunting Similarity [General] Your ability to assume another's form is so precise that it disturbs those you imitate.

Prerequisite: The ability to assume another's appearance through *alter self*, *polymorph*, or a similar ability.

Benefit: You get a +2 bonus on Disguise checks to impersonate an individual creature (as opposed to a "generic" creature). In addition, if the creature you impersonate damages you, that creature is shaken for 1 round. Creatures immune to fear are also immune to this effect.

Improved Toughness [General] You are significantly tougher than normal.

Prerequisite: Base Fortitude save bonus +2.

Benefit: You gain a number of hit points equal to your current Hit Dice. Each time you gain a HD (such as by gaining a level), you gain 1 additional hit point. If you lose a HD (such as by losing a level), you lose 1 hit point permanently.

Special: A fighter may select Improved Toughness as one of his fighter bonus feats.

This feat originally appeared in *Complete Warrior*.

built into the floor (DC 30 Search check to locate) or with a successful DC 25 Disable Device check.

Creatures: This insidious maze is home to Telakin's personal guards. Three doppelganger guards lurk here, tasked with preventing anyone from penetrating the maze. They patrol the maze looking for intruders until the party enters the maze, at which time two of them use their *potions of invisibility* to sneak up to the party and attack. The other goes to warn Telakin (area **D17**) before joining the others in assaulting the party.

Doppelganger Guards (3): 64 hp; see page 45.

Tactics: The guards sneak around the maze, waiting for the right moment to strike, usually when walls separate the group. Once their *invisibility* ends, they use their ability to change shape, taking on the appearance of party members to close in and sow confusion. The doppelgangers know the locations of all the sliding walls and use them to withdraw from combat or further separate the group. The DM should have the PCs make Spot checks to see through approaching doppelganger disguises even if it's actually fellow party members approaching.

D17. Telakin's Hall (EL 10)

The door opens on a large chamber with a vaulted ceiling high above. Along one wall, a macabre assembly of vats and tubes connects to a table with numerous straps and a strange silver helmet. On the far side of the room, a raised dais supports a throne.

The device to the west is used by the doppelgangers to extract memories and knowledge from victims they've captured. They then encode this information into gemstones called *mind clones* (each of which musst be worth a minimum of 2,000 gp). A creature can then access these memories using *detect thoughts* or telepathy as if he were contacting the actual person they were duplicated from. The procedure requires the victim to be strapped to the table for 10 minutes, during which time he may make a DC 20 Will save to resist the process. Failure doesn't harm the victim in any way, but does result in a *mind clone* that others can then use to interrogate. A recorded mind still gets a saving throw to resist *detect thoughts* and similar attacks.

The fantastic cost of producing a *mind clone* (or purchasing one, for that matter) ensures that Telakin never has enough on hand to do what he really wants, and this leaves the doppelganger in a perpetual bad mood.

Creature: As the PCs arrive, the doppelganger leader Telakin is ready for them. He's assumed the form of Allustan, the sage of Diamond Lake. When the PCs enter this chamber, he rises from his throne and addresses them. "So kind of you to join me. It is time for me to show you the truth of things. Come and learn what lies beyond!" If the party does not know Allustan, Telakin instead takes the form of someone important to them (such as Eligos). Telakin's chamber is also protected by several traps.

Telakin

Telakin is the thrall of Zyrxog, a powerful mind flayer. He wears the illithid's symbol on his brow in most of his assumed forms, save for when he wishes to blend into a crowd. The master tasked Telakin with destroying the party using every means at his disposal. Since the party has made it this far, the task now rests with the greater doppelganger.

Telakin, greater doppelganger: hp 58; see Appendix.

Tactics: If warned of the party's approach, Telakin switches into his wizard form and casts a number of protective spells, including *false life* and *resist energy* (choosing an energy type frequently used by the party assuming the doppelganger has advanced information on them). The gang leader casts extended *mage armor* every morning after preparing his spells. After preparing himself, Telakin uses *clairvoyance* to watch the approach of the party and to gauge their abilities.

Telakin remains up near his throne unless sorely pressed, hoping to draw the party into his traps while devastating them with his spells (while in wizard form). Once engaged in melee, Telakin assumes his orc barbarian form and rages, only switching again if sorely hurt.

Telakin has a number of magic items on his person including a +1 *frost greataxe*, a *ring of protection* +2, a scroll of *fireball* (CL 8th, DC 14), and a *wand of cure moderate wounds* (26 charges).

Wizard Form: Once a member of Telakin's gang, **Valdagan** (NE male human wizard 8) attempted to betray the doppelganger to the town watch. Telakin consumed Valdagan's mind and often assumes the old hawkish wizard's form when angered. In addition to the Extend Spell and Scribe Scroll feats, Telakin has the following spells when in Valdagan's form (CL 8th, +12 ranged touch).

4th—*confusion* (DC 17), *wall of fire*

3rd—*clairvoyance*, *dispel magic*, *fireball* (DC 16), *slow* (DC 16)

2nd—*false life*, extended *mage armor*, *resist energy*, *scorching ray*

1st—*charm person* (DC 14), *grease* (DC 14), *magic missile* (2), *ray of enfeeblement*

0—*daze* (DC 13), *detect magic*, *mage hand*, *read magic*

Barbarian Form: **Bragat** (CE male orc barbarian 8), a brutal mercenary, was sought out by Telakin solely for the purpose of consuming his identity. When in Bragat's form, Telakin gains the fast movement (+10 ft.), illiteracy, improved uncanny dodge, trap sense +3, and DR 1/—. He also gains the ability to rage 3 times per day, gaining +4 Str, +4 Con, and +2 Will saves while taking a –2 penalty to AC. This rage lasts 7 rounds or until Telakin changes form. He uses a +1 *frost greataxe* in this form.

Traps: This chamber contains a total of four traps, two identical pit traps and two pressure plates that set off a poisoned spear trap. The pit traps occupy 10-foot by 10-foot squares on both sides of the room in front of the stairs leading up to the throne. The pressure plates take up the 5-foot by 5-foot area at the top of the stairs near the throne, triggering a poison spear from the ceiling above.

Wide Spiked Pit Trap: CR 4; mechanical; location trigger; no reset; DC 20 Reflex save avoids; 40 ft. deep (4d6 fall); pit spikes (Atk +10 melee, 1d4 spikes per target for 1d4+5 each); Search DC 20; Disable Device DC 20.

Poisoned Ceiling Spear Trap: CR 6; mechanical; location trigger; no reset; Atk +20 melee (1d8+8 plus poison, spear); poison (Large monstrous scorpion venom, DC 14 Fortitude save resists, 1d4 Con/1d4 Con); Search DC 20; Disable Device DC 20.

Treasure: Two *mind clones* sit in locked (DC 30 Open Lock) containers near the device to the west. One is the mind of a foppish nobleman, Syra Viniira, who is an expert on wine and etiquette. Another is a captain of the militia, Durgan Shatterhelm, expert of the watch routines and patterns. Each is contained in a gem worth 2,000 gp. All the other samples are in use about the city. The subjects of these particular *mind clones* are both dead, their bodies rotting in the pool above.

Development: Once Telakin is defeated, the PCs are free to look about the chamber. Telakin has little on his person aside from his magic items and a key ring with keys to every room in Sodden Hold. A DC 20 Search check of the stone throne reveals a hidden button that opens the door to Telakin's private sanctum behind the throne.

D18. Telakin's Sanctum

Behind the throne is a small chamber filled with ostentatious accoutrements. There is a bed, wardrobe, desk, and a small table in this room. The walls are covered in rich red velvet curtains and a strange rug of shifting, writhing geometric patterns on the floor. A large, full-body mirror stands in one corner of the room.

Treasure: The rug is a minor magic item that is worth 500 gp but does nothing more than change patterns.

The chest is locked, requiring a DC 30 Open Lock check to open (although Telakin's key ring has the key). Inside the chest is a host of forged and original documents detailing Free City treaties, merchant dealings, and religious papers. Although not pertinent to the party, they clearly illustrate the level of infiltration the gang possessed. In addition to these there is a sack containing 1,500 gp, a scroll of *dominate person*, and a missive written with a strange alien hand. The message reads: "I have a task for you, thrall. Meet me at the sewer junction beneath the cold forge and I will give you the details. There are some troublesome small minds that must be removed." The document is signed with some sort of symbol made to look like a spiraling tentacle (identical to that on Telakin's forehead).

Aside from the contents of the chest, the wardrobe contains every outfit in the *Player's Handbook* as well as 500 gp in jewelry. The large mirror is magic—once per day, for a period of 10 minutes, it can be commanded to show the true form of a creature that is physically disguising its shape (it has no power to penetrate illusions). Telakin prefers to look upon his true form, as he feels that all other forms are inferior to the perfection of his actual shape. This mirror is large and cumbersome (it weighs 250 pounds), but it's worth 10,000 gp.

D19. Zyrxog's Entrance (EL 7)

Zyrxog, Telakin's mind flayer master has been watching events unfold through the use of his scrying pool. When he sees Telakin defeated, the mind flayer comes to investigate with a few of his drow thralls.

When the PCs return to area **D9**, the secret door is open and Zyrxog and his minions are here waiting for the party to return.

Creatures: Although Zyrxog is present here, he does not wish to personally combat the party at this time aside from launching a *mind blast* to open up combat (unless the drow are in the way). He hopes that his drow minions are sufficient to deal with the PCs and flees at the first sign of danger to himself, using *plane shift* to go ethereal and return to his sanctuary.

The drow are thralls to Zyrxog and remain to fight to the death no matter the odds.

Drow Thrall (2) **CR 5**
Male drow fighter 4
CE Medium humanoid (elf)
Init +3; **Senses** darkvision 120 ft.; Spot +4, Listen +5
Languages Common, Drow, Elven, Undercommon

AC 19, touch 13, flat-footed 16
hp 30 (4 HD)
Immune sleep
SR 15
Fort +5, **Ref** +4, **Will** +1 (+3 vs spells)
Weakness light blindness

Spd 30 ft.
Melee mwk rapier +8 melee (1d6+4/18–20)
Ranged mwk hand crossbow +8 ranged (1d4/19–20)
Base Atk +4; **Grp** +6
Atk Options Combat Expertise, Improved Disarm
Combat Gear *potion of cure moderate wounds*, alchemist's fire (2), tanglefoot bag
Spell-Like Abilities (CL 4th):
1/day—*dancing lights, darkness, faerie fire*

Abilities Str 14, Dex 17, Con 12, Int 14, Wis 10, Cha 11
Feats Blind-Fight, Combat Expertise[B], Improved Disarm[B], Weapon Focus (rapier), Weapon Specialization (rapier)[B]
Skills Climb +8, Hide +2, Listen +4, Move Silently +2, Spot +5
Possessions combat gear, chain shirt, heavy steel shield, masterwork rapier, masterwork hand crossbow with 20 bolts

Zyrxog, mind flayer mastermind: hp 98, see page 57.

Tactics: After Zyrxog uses his *mind blast*, the drow move in to attack, cloaking the area in *darkness* and relying on Blind-Fight to offset the concealment penalties. Although they fight to the death, they do not carelessly throw their lives away. They use their powers and their alchemical items to best effect. The drow wear boots caked with yellow phosphorescent fungus.

Zyrxog remains in the darkness throughout the fight, but anyone with darkvision can make out the mind flayer and can see that he wears the same symbol found on the papers in Telakin's room and on Telakin's forehead.

Developments: Zyrxog does not pursue the party, allowing them a chance to rest and recuperate from their trials. Once combat is over, the party is free to explore the tunnel leading out of this area. After only 50 feet it joins the Free City sewer system, and tracking the group becomes difficult. The only clue the PCs have to the mind flayer's location is the note from Telakin's room and the residue on the drow's boots. This fungus can be identified with a DC 15 Knowledge (nature) check as a relatively rare harmless fungus called Beggar's Gold that grows in underground urban environments. It is not present in any of the nearby tunnels or sewers.

PART FOUR: ZYRXOG'S DOMAIN

Although the party has defeated Telakin and his doppelganger clan, they have only just begun to discover the conspiracy arrayed against them. Tracking down the mind flayer requires investigation below the streets of the Free City in the sewers beneath a business called Cold Forge, an armor and weapon smith located in the Artisan's Quarter.

Sewer access can be gained via any one of a number of local grates. As most of these are in the middle of city streets, this is difficult to do during the day without being accosted by the city watch, who are suspicious of anyone venturing into the depths and seek to prevent such exploration whenever possible.

Once in the sewers, finding the entrance to Zyrxog's domain is no easy task. The primary sewer tunnels are 10 feet wide and are half full of brackish water, up to 3 feet deep in some places. The tunnels are a maze of small chambers, large cisterns, and small pipes with no currently accurate maps. Finding the entrance to Zyrxog's domain by tracking the drow requires 1d6+3 DC 25 Survival checks by a character with the Track feat. Each check takes 1d3 hours of exploration. A DC 20 Knowledge (nature) check is enough to reveal that Beggar's Gold often grows in sewers where runoff from smithies or forges can be found. With this information, the Survival check to Track them drops to DC 15.

A DC 20 Gather Information or Knowledge (local) check is enough to locate the smithy called Cold Forge. The owner of this smithy, a foul-mouthed man named Crusty Patten, is unaware of the danger that lurks under his establishment.

If the party is searching for phosphorescent mold, finding Zyrxog's domain only requires a DC 10 Survival check without the need of the Track feat.

Every hour spent searching comes with an 8% chance of an encounter. If a battle breaks out, feel free to use a portion of the Map of Mystery on the last page of this issue to run the combat. Roll on the following table to determine what is encountered.

Free City Sewer Encounters

d%	Encounter
01–30	Male human body rotting in the water with a large hole in its skull
31–40	Zyrxog's symbol on the sewer wall (+5 on the next Survival check)
41–55	1 gelatinous cube (EL 3)
56–70	1d6 darkmantles (EL 5)
71–75	1d4 gricks (EL 5)
76–80	1d4 carrion crawlers (EL 6)
81–95	1d3 centipede swarms (EL 6)
96–100	1 black pudding (EL 7)

Drow Caves

A large patch of Beggar's Gold marks the entrance to Zyrxog's domain, just off an ancient and particularly deep (60 feet underground) sewer tunnel. The path to the mind flayer's personal domain crosses through an area of natural caves occupied by his drow thralls, who are generally not allowed in the main complex. The ceiling of these chambers and connecting corridors is 20 feet high unless noted otherwise.

None of these caves are lit unless noted. The walls are unworked stone and the floors are uneven in most places, making the ground difficult terrain.

M1. Fungus Cavern (EL 6)

Patches of phosphorescent fungus light this large underground chamber, which is littered with huge swaths of bright yellow fungus and toadstools of various sizes, some gigantic.

The center of this room is covered in yellow mold (*Dungeon Master's Guide* 76) cultivated by Zyrxog to keep the drow from leaving their caves and prevent intruders from wandering in. The yellow mold is very similar in texture to Beggar's Gold, and it takes a DC 20 Knowledge (nature) check to identify it properly as a result. Zyrxog uses *levitate* to move over the mold by clambering along the wall near the ceiling 20 feet above.

Creatures: In addition to the yellow mold, this room is also home to a number of shriekers that warn the drow of anyone approaching the area. The shriekers emit a piercing wail if any light or creature comes to within 10 feet. This shrieking persists for 1d4 rounds and is audible throughout the cavern complex.

Shriekers (4): hp 11; *Monster Manual* 112.

M2. Drow Sentries (EL 7)

This section of cavern corridor is relatively unremarkable. It slopes down toward area **M3**, where running water can be heard and reflected light glimmers in the distance.

Creatures: Hiding above the passageway is a trio of drow thralls tasked with guarding the corridor. A ledge 10 feet above the passageway leads to a small alcove where the drow wait in absolute silence. If warned by the shriekers, these three set up an ambush, coating the floor below in flammable oil and preparing to throw alchemist's fire down at the party to ignite it. Once ignited, the oil burns for 2 rounds, dealing 1d4 points of fire damage to anyone in the affected area. Spotting the oil before walking into the trap requires a DC 15 Spot check. The cave wall leading up to them is relatively smooth, requiring a DC 20 Climb check.

If not warned of the party's presence, the drow are reclining out of sight, relying upon their keen ears to hear intruders approach.

Drow Thralls (3): hp 30; see page 51.

M3. Spirit Pool (EL 9)

The gently sloping passageway ends in a large chamber dominated on the far side by a pool of water formed by a leaking cistern above before flowing out of the room in a thin stream. Something in the pool glows pale green, bathing the room in shifting curtains of light.

The drow avoid lingering in this chamber, fearful of the creature that lurks near the pool. When traveling through this room, they stay along the west wall, gathering what water they need from the stream before it disappears through a crack in the wall.

Creature: This chamber is home to Fassash, a spirit naga with little respect

for the drow that live nearby. Fassash is on friendly terms with Zyrxog, but not under the mind flayer's control. When the party enters this chamber, the spirit naga is relaxing, coiled around one of the stalagmites near the pool.

Fassash, spirit naga: hp 76; *Monster Manual* 192.

Tactics: Fassash is not spoiling for a fight unless the party takes hostile actions. When the party approaches, the naga uncoils to look at them, subjecting those that have come too close to its gaze. The naga then demands an apology from the party for disturbing its slumber. Arrogant and cruel, the spirit naga assumes that he is greater than any humanoid and demands deference. Should the party show the proper respect to the mighty serpent and offer it at least 1,000 gp worth of treasure, Fassash lets the PCs by without incident. If sufficiently pampered with a DC 30 Diplomacy check, he might even reveal a few cryptic clues about what lies beyond.

If combat does break out, Fassash uses *invisibility* to flee the area and prepare himself with *divine favor, shield of faith,* and *displacement* before returning to deal with the party, tracking them down if necessary. He prefers to use *fireball* followed by *summon swarm* before engaging in melee.

Treasure: The naga's pool glows due to a phosphorescent fungus that grows at its bottom, but this is also where his treasure is kept. Scattered around the bottom of the pool are 8 pp, an emerald worth 200 gp, and a small crystal jug that is actually an *eversmoking bottle.*

M4. Drow Enclave (EL 11)

The cavern opens up to a vast chamber, over forty feet in height with a shelf twenty feet above the floor off to one side. A short cage containing pent-up livestock has been constructed on the opposite side of the cave. A parred off passageway is set into the south wall. Faint patches of glowing moss light this chamber.

This chamber is used by the drow as a residence and training ground. The chambers up above are used for sleeping, while the majority of the guards spend their time on the floor below, training, relaxing, or preparing food.

The pen off to the side contains a half-starved cow and a number of pigs, brought down here to feed the drow. They gather the rest of their sustenance from the various types of fungus and moss that grow throughout the caves. The gated corridor to the south leads to the chattel pen, used to keep Zyrxog's food and a few undead minions.

Combat: A total of six drow rest in this room at any given time: two up in the sleeping area, and four on the floor. Myrianaas, cleric of Lolth, leads this group. All are completely loyal to their mind flayer overlord and fight to the death to prevent intruders from gaining access to his sanctum.

Myrianaas **CR 9**

Female drow cleric 8 (Lolth)
CE Medium humanoid
Init +2; **Senses** darkvision 120 ft.; Spot +5, Listen +5
Languages Common, Drow, Undercommon

AC 20, touch 12, flat-footed 18
hp 56 (8 HD); light fortification
Immune sleep
SR 19
Fort +7, **Ref** +6, **Will** +9 (+11 vs spells)
Weakness light blindness

Spd 20 ft.
Melee +1 *spell storing morningstar* +9/+4 melee (1d8+3)
Ranged mwk hand crossbow +9 ranged (1d4/19–20)
Base Atk +6; **Grp** +8
Atk Options smite (1/day, +4 to attack roll, +8 damage), Power Attack
Special Atk rebuke undead 3/day (+2, 2d6+8, 8th), spontaneous casting (inflict spells)
Spells Prepared (CL 8th):
4th—*cure critical wounds, confusion*[D] (DC 17), *divine power*
3rd—*contagion*[D] (DC 16), *deeper darkness, dispel magic, magic vestment, prayer*
2nd—*bear's endurance, cure moderate wounds, invisibility*[D], *sound burst* (DC 15), *spiritual weapon*
1st—*cure light wounds, divine favor, doom* (DC 14), *inflict light wounds*[D] (DC 14), *sanctuary* (DC 14), *shield of faith*
0—*cure minor wounds* (2), *detect magic, detect poison, read magic, resistance*
D: Domain spell. Domains: Destruction, Trickery
Spell-Like Abilities (CL 8th):
1/day—*dancing lights, darkness, faerie fire*

Abilities Str 14, Dex 14, Con 12, Int 12, Wis 16, Cha 11
Feats Improved Toughness, Lightning Reflexes, Power Attack
Skills Concentration +12, Hide +8, Knowledge (religion) +12
Possessions +1 *light fortification breastplate,* heavy steel shield, +1 *spell storing morningstar* (*hold person* [DC 15]), masterwork hand crossbow with 20 bolts, key to area **M5**

Drow Thralls (5): hp 30; see page 51.

Tactics: If warned of the party's approach, the drow are all awake and ready for a fight. Myrianaas prepares by casting *magic vestment* on her shield (increasing her Armor Class by 2) and arranging her forces. She places three of the drow on the floor between her and the entrance, while the other two are up near the sleeping area prepared to fire their crossbows and join the combat from the flank when the time is right. Myrianaas only casts her short-duration spells when the PCs draw close (possibly while they deal with the spirit naga). These spells include *bear's endurance, divine favor, prayer,* and *shield of faith.* She saves *divine power* until the PCs approach her in melee combat.

Myrianaas flees to area **M7** if sorely pressed, making her last stand there while assuring that Zyrxog is warned of the party's approach.

Treasure: Aside from their gear, the drow have little else of value. Myrianaas maintains a small shrine to Lolth up in the sleeping caves, which includes a small jade statue of the spider goddess worth 300 gp.

M5. Chattel Pen (EL 3)

A wall of iron bars running from floor to ceiling blocks the entrance to this chamber. An iron door is set into this wall of bars, but it is locked and only Myrianaas has the key. A DC 25 Open Lock check opens the door if the key is missing.

Just inside the iron door stand four rotting corpses with large gaping holes in their heads. Beyond them is a chamber full of debris, scraps of cloth, mounds of straw,

and pools of filth. Dark corridors stretch out from one side of the chamber.

Zyrxog uses this chamber to store those destined to become his next meals. The dark corridors lead to a small area where a few prisoners currently await their fate. The current crop includes a pair of merchants captured on their way into the Free City, an elven craftsman, and two young women caught heading home after a long day's work at a nearby tavern. These five do not dare attempt an escape, in part because of the zombies guarding the door and because of the deadly drow that lie beyond.

If freed of their bondage, these five are immensely grateful and quickly flee the area, assuming the party helps them get by the yellow mold. This group can describe the mind flayer that comes to collect them every few days. Aside from that, they know very little about this complex. Those that go deeper in do not come back out.

Creatures: The four rotting corpses standing just inside the door are ordinary zombies. They have been ordered to prevent anyone from escaping, but have no orders about anyone entering the chamber. If the party attempts to leave this room or attacks the zombies, they attack, fighting until slain.

Human Zombie (4): hp 16; *Monster Manual* 266.

M6. Warding Glyph (EL 5)

The cavern corridor widens into a small chamber before continuing onward. The floor has been smoothed here, and in the center is a large faintly glowing purple symbol.

The symbol on the floor is a *permanent illusion*, placed here to mark the boundary of Zyrxog's domain.

Trap: The real danger in this chamber is a powerful *glyph of warding* scribed on the room's ceiling set to go off when any nonevil creature passes under it. A *detect magic* spots this hidden *glyph*, as does a DC 28 Search check.

***Glyph of Warding* (Blast)**: CR 5; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 12th-level caster, 6d8 acid, DC 14 Reflex save half); multiple targets (all targets within 5 ft.); Search DC 28; Disable Device DC 28.

M7. Tentacle Guardians (EL 9)

Set into the cavern wall of this foreboding chamber are a pair of tall white marble double doors, streaked with veins of a faintly glowing purple mineral. Flanking the doors are a pair of tall ivory columns, each bearing a tentacular symbol burned into their surface.

The symbol on the columns is Zyrxog's personal seal, seen on Telakin's forehead and on the floor of the previous chamber.

The doors are not locked, but they are barred from the inside and must be battered open. The doors have hardness 8 and 120 hp, but they can be burst open with a DC 25 Strength check.

Creatures: Zyrxog stations a group of creatures he's created here—terrestrial mollusks called octopins. The octopins stay out of sight, hidden behind columns, stalagmites, and stalactites up near the ceiling. They use their penetrating gaze to keep an eye on the doors without revealing their presence. When the party approaches the door, they move out of hiding, hoping to surprise the PCs from every direction.

Octopins (3): hp 52; see Appendix.

Zyrzog's Sanctum

These last chambers make up the mind flayer's private hold, visited only by his most trusted allies. All of the walls are carefully carved marble with a repeating tentacle pattern. Unless otherwise noted, each of these chambers has a 40-foot-high ceiling, while the corridor ceilings are only 20 feet high. The doors are stone and, aside from the entry doors, unlocked.

M8. Stone Brain (EL 7)

In the center of this tall domed chamber is a large brain, carved from a single block of purple-veined white marble. Its veins seem to pulsate with every breath you take, as if aware of your presence. Four stone benches are arrayed around the room, each with a pair of iron manacles bolted to the top.

Zyrxog created this chamber to break the will of particularly stubborn thralls who required too much of his attention to properly "convert" to his way of thinking. The brain in the center of the room is a sentient magic item, whose personality is a clone of Zyrxog's. Able to communicate telepathically with anyone in the room (and Zyrxog, if he is within a 1-mile radius), the brain's primary function is to break the minds of those chained to the benches. It can perform the same onslaught on anyone within 15 feet. None of the manacles are currently occupied, but some show signs of recent use.

Trap: Once per round, the stone brain performs a mental assault against one target in the chamber. It moves from target to target, attempting to force compliance. On a failed Will save, the target is affected by a *dominate person*, becoming loyal to Zyrxog and hostile to the rest of the party. If the target makes its save, it instead takes 1 point of Wisdom damage.

The brain has hardness 8 and ceases functioning after taking 50 points of damage. If destroyed in this way, all creatures under its influence are freed (although any Wisdom damage remains).

***Dominate Person* Trap**: CR 7; spell; proximity trigger; automatic reset; spell effect (*dominate person*, 9th-level caster, DC 17 Will save negates but deals 1 Wis damage); Search DC 30; Disable Device DC 30.

M9. Laboratory (EL 10)

At the end of a long staircase, an odd chamber reveals itself. A number of tall bookcases, a desk, and a large tank full of green liquid takes up half the room. A stone door stands closed on the opposite wall.

This chamber is Zyrxog's laboratory, where he created the octopins and perfected a number of his other insidious experiments. The bookshelves are full of books on anatomy and arcane fusion techniques. The desk contains numerous logs pertaining to the creation of the octopins, along with notes on a new experiment that has yet to begin. In this new experiment, Zyrxog hopes to create a parasite that hides inside its host and makes it very

susceptible to suggestion, something he tentatively calls a "mind worm." The door in this chamber leads to Zyrxog's scrying pool and is not locked.

Creature: The tank in this chamber contains a large and rather nasty octopin that Zyrxog has been specially growing. Although not quite mature, it is still mobile and comes crawling out of the open-top tank when disturbed. When the party enters the room, it is hiding out of sight in the murk.

Advanced Octopin **CR 10**

LE Large aberration

Init +5; **Senses** darkvision 60 ft.; Spot +17, Listen +2

AC 19, touch 10, flat-footed 18

hp 136 (16 HD)

Immune electricity

Fort +9, **Ref** +6, **Will** +10

Spd 30 ft.; climb 30 ft.

Melee 2 tentacle claws +19 melee (2d6+8)

Space 10 ft.; **Reach** 10 ft. (15 ft. tentacle claw)

Base Atk +12; **Grp** +24

Atk Options Cleave, Power Attack, rend (4d6+12), slowing gaze (DC 22)

Abilities Str 27, Dex 12, Con 19, Int 8, Wis 11, Cha 15

SQ penetrating gaze

Feats Ability Focus (gaze), Alertness, Blind-Fight, Cleave, Improved Initiative, Power Attack

Skills Climb +18, Listen +2, Search +5, Spot +17

Treasure: Although most of the equipment is too bulky to move and of little value in its current state, the library is worth 1,000 gp if sold to a collector with dubious purposes (or 500 gp if sold to a respectable dealer).

M10. Viewing Pool

In the center of a small round chamber is a perfectly calm pool of water, glowing with a faint blue light. A reflective green light flows out of a hallway, opposite the entry.

This small chamber contains Zyrxog's viewing pool. Anyone sitting on one of the benches and looking into the pool can view any location within 5 miles, as though using the spell *clairvoyance*. The location viewed must be well known to the viewer. Specifying an area never seen before results in the pool going dark. When the PCs enter, the pool is viewing Telakin's throne room as it currently appears.

The hallway beyond leads to a small balcony overlooking the cathedral of the mind (area **M13**). This balcony is 45 feet above the floor of that chamber, with no apparent way down.

M11. Museum (EL 9)

In the center of this large chamber is a grotesque ebony statue of a vulture-headed humanoid with large feathery wings and razor sharp talons at the end of avian digits. The rest of the room is taken up by large glass cases, each full of dark twisted artifacts, from a shrunken head to a tome chained shut and a number of jars containing the severed parts of numerous creatures.

This chamber is full of dangerous relics and things best left undiscovered.

Zyrxog has spent most of his time in the Free City collecting and selling such oddities, having them imported or stolen when the owner proved difficult.

A permanent *alarm* spell (caster level 11th) wards this room, alerting Zyrxog of intruders with a silent mental alarm.

Case #1: Sitting on the top shelf of this case is the preserved head of a juvenile black dragon whose eyes glow a faint green. This case also contains an odd black metal cage, covered in thorns, with nothing inside. Resting on a large velvet pillow is a +2 *unholy dagger* that brings horrible misfortune to any that wield it (DM's discretion). On the bottom are a kyton's chains that twitch and wiggle of their own volition.

Case #2: The top shelf of this case contains four blank books labeled "unspeakable tome." A fifth book hides behind them, a *vacuous grimore*. Beneath these is a weathered and tarnished *bronze griffon figurine of wondrous power*. Unfortunately, when used, the griffon is fiendish, and attacks the wielder until slain at which time it returns to its statue form. This case also contains four jars, each containing the preserved eyestalk of a beholder. There are six other empty jars behind these.

Case #3: A petrified pseudodragon sits on top of this glass case. If returned to flesh, it could be convinced to serve as a familiar if the caster takes the Improved Familiar feat. The top shelf of this case contains a stuffed doll that bears an uncanny (but coincidental) similarity to one of the PCs—the doll is pierced with 20 spikes from a spiked devil. The doll radiates strong necromancy, but has no apparent effect. A 4-inch-thick tome wrapped in chains sits next to the doll. The book is a tiny animated object and flies around the room, attacking everyone until slain. The book lists the names of 100 demons, including their home and details of their conquests. On the bottom shelf is a battered *berserker sword* and a golden *periapt of foul rotting*.

Creature: In the center of the room is a vrock statue. Although bound in this form, the magic holding the fiend in place is set to release if the statue or any of the cases is disturbed. The effect can be disarmed like a trap if discovered (DC 30 Search check) and disabled (DC 30 Disable Device check).

Vrock: hp 115; *Monster Manual* 48.

Tactics: If animated, the vrock quickly uses its *mirror image* ability while releasing its spores. It follows this up with a stunning screech before engaging in melee. It does not use its *summon tanar'ri* ability during combat, preferring instead to rely upon its melee abilities.

M12. Hallway

This long hallway slopes down 30 feet before it reaches the floor of the cathedral of the mind (area **M13**). The walls of this hall are painted with a long frieze, depicting mind flayers marching across the surface of the world, with no sun overhead and all the races of the surface bowing before the tentacled horrors.

M13. Cathedral of the Mind (EL 12)

At the end of the long ramping hall, a grand chamber opens to a height of eighty feet. Opposite the entry is a tall octagonal column of jet-black stone, glowing with green symbols running up one of its faces. A deep pool of placid green liquid stands before the column, bathing the entire chamber in an otherworldly light.

If warned of their approach, Zyrzog is present in this chamber, waiting for them to enter. Continue with the following.

Floating above the pool is a humanoid form with strange rubbery purple flesh, dressed in black robes, wielding a staff of red hot metal. Its head is hairless and bulbous, with four long tentacles where its mouth should be. Inside your head you hear an alien voice. "You dare enter my sanctum! Fools. I shall finish what Telakin could not. Your weak minds will be a sumptuous feast, your terror a pleasing garnish!"

Zyrxog created this chamber as a place that he one day hopes will play host to a small community of his ilk. The pool swims with the mind flayer tadpoles, still years from maturation and not yet ready for ceremorphosis (the process by which a mind flayer tadpole gestates in a host and becomes a full-grown mind flayer). Although disgusting, they are harmless at this stage in their lives.

The column at the back of the pool is enchanted with powerful magic, creating an *unhallow* effect throughout the room. This gives Zyrxog and his minions a +2 bonus on saves and to AC against the attacks of good

Zyrxog

creatures. It also prevents any nonevil outsiders from being summoned into the room. Finally, it protects all evil creatures in the room with *resist energy*, granting them fire resistance 20.

Creatures: If warned, Zyrxog and two octopins wait for the PCs in this room. Zyrxog floats 40 feet above the end of the pool under the effects of *levitate*. The octopins cling the wall above the entrance to the room, 30-feet above the floor. If the party avoids warning the mind flayer, he is in his chamber (area **M14**), studying his notes.

Zyrxog **CR 11**

Mind flayer sorcerer 7

LE Medium aberration

Init +8; **Senses** darkvision 60 ft.; Spot +14, Listen +14

Languages Common, Drow, Dwarf, Elven, Undercommon

AC 17, touch 14, flat-footed 13

hp 98 (15 HD)

Resist fire 20; **SR** 32

Fort +8, Ref +10, Will +17

Spd 30 ft.

Melee 4 tentacles +13 melee (1d4)

Base Atk +9; **Grp** +9

Atk Options improved grab

Special Atk extract, *mind blast* (DC 23)

Combat Gear *potion of cure serious wounds* (2), *necklace of fireballs type III*, *lesser empower metamagic rod*

Spells Known (CL 7th, ranged touch +13):

3rd (5/day)—*displacement*, *lightning bolt* (DC 19)

2nd (8/day)—*false life*, *resist energy*, *scorching ray*

1st (8/day)—*alarm*, *grease* (DC 17), *magic missile*, *ray of enfeeblement*, *shield*

0 (6/day)—*acid splash*, *arcane mark*, *detect magic*, *flare* (DC 16), *mage hand*, *read magic*, *touch of fatigue* (DC 16)

Psionics (CL 8th):

At will—*charm monster* (DC 20), *detect thoughts* (DC 18), *levitate*, *plane shift*, *suggestion* (DC 19)

Abilities Str 10, Dex 18, Con 14, Int 19, Wis 19, Cha 22

SQ summon familiar (none)

Feats Combat Casting, Combat Expertise, Craft Wondrous Item, Improved Initiative, Improved Toughness, Weapon Finesse

Skills Bluff +21, Concentration +19 (+23 when casting defensively), Diplomacy +10, Disguise +6 (+8 acting), Hide +12, Intimidate +12, Knowledge (arcane) +19, Listen +14, Move Silently +17, Sense Motive +8, Spellcraft +17, Spot +14

Possessions combat gear, *boots of elvenkind*, *cloak of resistance +2*, *ring of counterspells* (*dispel magic*), key to chest in area **M14**

Octopin (2): hp 52; see Appendix.

Tactics: If warned of the party's approach, Zyrxog prepares himself by casting *false life* and *resist energy* (of a type the mind flayer saw the PCs use in their fight against Telakin). If given the time, the mastermind also casts *shield* and *displacement*. When combat begins, Zyrxog uses *mind blast* against the party before his octopins charge down the wall to engage them. After this, he uses *mind blast* when possible and his *metamagic rod* to empower his *lightning bolts* when that is not an option. He uses *suggestion* to urge targets to throw all of their weapons to the bottom of the spawning pool or to take off heavy armor. Even if pressed, Zyrxog does not *plane shift* away in a vain hope of defeating the party to prevent them from raiding his private chambers and destroying the tadpoles, ruining his plans and years of work.

The octopins charge down the wall seeking to expose the party to their gaze, while tearing into the weaker members in the rear.

Treasure: Aside from Zyrxog's gear, the tadpoles in the pool are worth 1,000 gp if sold to the right shady dealer. However, if all the tadpoles are destroyed, the party should be awarded 2,000 XP for eliminating such a dangerous threat.

M14. Zyrxog's Private Chamber

Behind the black column, Zyrxog maintains his private quarters, where he rests and contemplates his plans. The room contains a desk, two bookshelves full of books pertaining to the Free City and the areas beneath it, and a locked chest (Zyrxog carries the key). Lying open on the desk

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is a ledger, written in Undercommon. It details the mind flayer's recent business transactions in rare and dangerous items with patrons throughout the Free City. The most recent lists a payment for the sale of an ancient relic listed as the *Apostolic Scrolls*. This transaction is between the mind flayer and Loris Raknian, director of the Free City Arena. Of more import to the PCs is a note that Raknian also paid Zyrxog to assassinate the PCs. Discovering Raknian's motivations and the truth behind the *Apostolic Scrolls* is covered in "The Champion's Belt," the next installment of the Age of Worms Adventure Path.

Treasure: Opening the chest requires a DC 30 Open Lock check. The chest contains large bags full of coins. The bags contain 950 cp, 220 sp, 300 gp, and 25 pp. A fifth bag contains loose gemstones totaling 1,500 gp in value.

CONCLUDING THE ADVENTURE

Should the PCs fail in their mission, they are more than likely dead. Should they survive, they have undoubtedly learned that they have a powerful enemy in the Free City—Loris Raknian. As long as the PCs remain in the Free City, they are in danger.

A few days after the PCs defeat Zyrxog and have had a chance to rest and recuperate, but before they have a proper chance to act on the information they've learned about Raknian and his mysterious interest in their livelihood, Eligos sends them a note inviting them to his estate for dinner. If you intend on running the next adventure in the Age of Worms Adventure Path, that adventure begins with this meeting. If you're running "Hall of Harsh Reflections" as a stand-alone adventure, use the following to give this adventure some closure.

Once the PCs arrive, the sage invites them in and enjoys a sumptuous feast with them, while discussing the results of his research. He is disturbed by what he has learned and by the recent events that have plagued the party, and sincerely hopes that the party is searching for a way to stop those behind these nefarious plots. He returns any materials loaned to him, wishes them luck in their quest, and bids them farewell.

In any event, as the PCs approach Eligos's estate, a young boy darts past, rushing about posting flyers on every tree, wall, and message board he can find. The flyers read, "The Free City Champion's Games are coming!" Just below is an illustration of the Free City arena and at the bottom, "Loris Raknian, Director."

APPENDIX: NEW MONSTERS

Doppelganger, Greater

Medium Monstrous Humanoid (Shapechanger)
Hit Dice: 9d8+18 (58 hp)
Initiative: +3
Speed: 30 ft. (6 squares)
Armor Class: 19 (+3 Dex, +6 natural), touch 13, flat-footed 16
Base Attack/Grapple: +9/+10
Attack: Slam +10 (1d6+1)
Full Attack: 2 slams +10 (1d6+1)
Space/Reach: 5 ft./5 ft.
Special Attacks: Detect thoughts, polymorph rend
Special Qualities: Change shape, consume identity, immune to sleep and charm effects, magic item use
Saves: Fort +5, Ref +9, Will +11
Abilities: Str 12, Dex 17, Con 14, Int 17, Wis 17, Cha 15
Skills: Bluff +16, Diplomacy +6, Disguise +16 (+18 acting), Intimidate +4, Listen +13, Search +13, Sense Motive +13, Spot +13
Feats: Blind-Fight, Combat Expertise, Dodge, Iron Will
Environment: Any
Organization: Solitary, cell (2-5)
Challenge Rating: 9
Treasure: Double standard
Alignment: Usually neutral evil
Advancement: By character class
Level Adjustment: +6

With smooth gray skin pulled taunt over a skeletal frame, this humanoid moves with a flowing grace. Its face bears a pair of purple octopoid eyes but no other features. Small ripples run across its flesh, slightly changing its color and texture.

Like their lesser cousins, greater doppelgangers are strange beings that are able to take on the shapes of those they encounter. Unlike their lesser cousins, greater doppelgangers can flawlessly assume the identity of those they devour, gaining their power and memories. In its natural form, the creature looks more or less humanoid, but bony and frail, with gangly limbs and half-formed features. The flesh is pale purple and hairless. Its large, bulging eyes are yellow with slitted pupils.

Greater doppelgangers are often the masterminds behind a cell of doppelgangers, hatching evil schemes while searching for greater personalities to consume.

It is natural form a greater doppelganger is 6 feet tall and weighs 125 pounds.

Combat

In its natural form, a greater doppelganger strikes with its powerful fists. In the shape of another, it employs all the abilities of that form, often wearing armor, wielding weapons, and even casting spells.

Detect Thoughts (Su): A greater doppelganger can continuously use *detect thoughts* as the spell (caster level 18th; Will DC 17 negates). It can suppress or resume this ability as a free action. The save DC is Charisma-based.

Polymorph Rend (Sp): Greater doppelgangers are masters of shape and form, even when such changes affect other creatures. A greater doppelganger can make a touch attack against a creature under the affect of *alter self, baleful polymorph, polymorph, shapechange* or any other similar effect (such as wild shape). If the attack hits, it deals 6d6 points of damage as it rends the altered flesh. A DC 17 Fortitude save halves the damage. The save DC is Charisma-based.

Change Shape (Su): A greater doppelganger can assume the shape of any Small or Medium humanoid. In humanoid form, the doppelganger loses its natural attacks. A doppelganger can remain in its humanoid form until it chooses to assume a new one. A change in form cannot be dispelled, but a doppelganger reverts to its natural form when killed. A *true seeing* spell or ability reveals its natural form.

If assuming the form of a creature whose identity the greater doppelganger has consumed using its consume identity ability, it does not need to make

Disguise checks. Its control of the consumed identity is perfect. A greater doppelganger can change shape once per round as a free action.

Consume Identity (Su): A greater doppelganger that eats the brain of a Medium or smaller humanoid absorbs the mind, memories, and personality of that victim. This act must be performed within 1 hour of a victim's death and takes 1 minute. After consuming a victim's identity, a greater doppelganger can assume the victim's form with 100% accuracy and possesses the victim's memories, abilities, and alignment. While in that victim's form, a greater doppelganger can use all of the victim's class features, including spells and bonus feats. This effect does not alter the greater doppelganger's base attack bonus, hit points, saves, feats (unless granted by a class feature), skills (except languages), divine spells, paladin class features, or other features granted by deities.

A greater doppelganger can only retain a limited number of identities in this fashion, up to twice its hit dice in class levels. Each class level possessed by a consumed victim counts toward this limit. When an identity is consumed that would exceed this limit, a stored identity must be discarded, as decided by the greater doppelganger. The class levels of any one consumed identity cannot exceed the greater doppelganger's hit dice.

If the greater doppelganger commits an act in violation of its assumed alignment, it immediately reverts to its true form for 1d10 rounds. A greater doppelganger can draw on the memories of all its consumed identities no matter its form, but not on the victim's class features.

Magic Item Use (Su): A greater doppelganger can use magic items requiring spell completion and spell trigger activation as if it possessed the necessary class features regardless of its form. It always succeeds at caster level checks for scrolls.

Skills: A greater doppelganger has a +4 racial bonus on Bluff and Disguise checks. When using its change shape ability, a greater doppelganger gets an additional +10 circumstance bonus on Disguise checks. If it can read an opponent's mind, it gets a further +4 circumstance bonus on Bluff and Disguise checks.

This creature originally appeared in *Monsters of Faerûn*.

Octopin

Medium Aberration
Hit Dice: 8d8+16 (52 hp)
Initiative: +6
Speed: 30 ft. (6 squares), climb 30 ft.
Armor Class: 18 (+2 Dex, +6 natural), touch 12, flat-footed 16
Base Attack/Grapple: +6/+10
Attack: Claw +10 (1d8+4)
Full Attack: 2 claws +10 (1d8+4)
Space/Reach: 5 ft./5 ft. (10 ft. with claw)
Special Attacks: Rend 2d8+6, slowing gaze
Special Qualities: Darkvision 60 ft., immunity to electricity, penetrating sight
Saves: Fort +4, Ref +4, Will +6
Abilities: Str 19, Dex 14, Con 15, Int 8, Wis 11, Cha 15
Skills: Climb +14, Listen +2, Search +5, Spot +13
Feats: Ability Focus (slowing gaze), Alertness, Improved Initiative
Environment: Underground
Organization: Solitary or pod (2–7)
Challenge Rating: 6
Treasure: none
Alignment: Always lawful evil

Scaling the Adventure

"The Hall of Harsh Reflections" is designed for a group of four 7th–8th-level characters, but with a little work it can be adapted for use with 5th–6th-level or 9th–10th-level characters. Be sure to adjust the amount of treasure in the adventure as appropriate. Adjust the class levels of all enemy NPCs by a number equal to that which the PCs' average level deviates from 7th. Specific changes to encounters in the adventure are as follows.

5th–6th-level parties: Replace the chimera in event 1 with a six-headed hydra or a wyvern. Remove one of the mimics in area **D2**. Make the unstable piling in area **D7** stable, and remove one of the invisible stalkers. Replace the giant octopus in area **D9** with a chuul. Decrease the Search and Disable Device DCs for all traps by 1–2. Make Fassash a water naga or a dark naga. Remove one of the drow thralls from area **M4**. Remove one of the octopins from area **M7**. Replace the vrock in area **M11** with an erinyes or a hellcat. Remove the octopins from area **M13**.

9th–10th-level parties: Advance the chimera in event 1 by 4–8 Hit Dice, and the octopus in area **D9** by 4 Hit Dice (or by 6 Hit Dice and make it Huge). Give each of the mimics in area **D2** 1–2 fighter levels. Give the invisible stalkers in area **D7** 1–3 rogue levels. Increase the Search and Disable Device DCs for all traps by 1–2. Give Fassash 2–3 levels of sorcerer. Add 1–2 large spiders to area **M4**. Increase all octopins encountered in the adventure by 3–6 Hit Dice. Replace the vrock in area **M11** with a gray slaad or a barbed devil.

Advancement: 9–12 (Medium), 13–20 (Large)
Level Adjustment: —

Six purple tentacles support a bulbous alien eye dripping with a viscous slime. Rarely blinking, the star-shaped pupil moves rapidly about, scanning the area. Two longer tentacles end in razor-sharp claws and undulate hypnotically in the air around it.

Formed in a fusion of magic and controlled breeding, the octopin is a perverse creation of mind flayers bent on fashioning a servant loyal to their alien ways. Often employed as guards, octopins are ceaseless in their duties and relentless in their hunt for intruders that enter their domain.

A full-grown octopin stands just over 5 feet tall, with tentacles capable of reaching targets 10 feet away. They weigh 150 pounds. Their color ranges from deep purple to forest green, with a matching iris. They eat through small orifices located inside their claws. Octopin reproduce asexually once per year, laying a single ivory egg. Young take only one month to mature, during which time they eat voraciously.

Octopins understand Undercommon but cannot speak. They rely upon complicated tentacle gestures and eye movement to communicate with each other.

Combat

The octopin favors attacking from above, climbing down walls to surround and surprise its prey. It relies on its slowing gaze to hinder opponents while it tears them to pieces with its deadly tentacle claws.

Rend (Ex): If an octopin hits with both tentacle claw attacks, it latches onto the opponent's body and tears the flesh. This attack automatically deals an additional 2d8+6 points of damage.

Slowing Gaze (Su): Slow for 1d6 rounds, 30 feet, Will DC 18 negates. The save DC is Charisma-based.

Penetrating Sight (Su): An octopin can see through up to 2 feet of wood, 6 inches of stone or metal, and 1 inch of lead as if it were only a ghostly image. Octopins are immune to visual figments (such as *major image*) and glamers (such as *invisibility*). It still requires line of effect to a target in order to utilize its slowing gaze.

Skills: An octopin has a +8 racial bonus on Climb checks and can always choose to take 10 on a Climb check, even if rushed or threatened. Octopins have a +4 racial bonus on Search and Spot checks.

Jason Bulmahn recently moved from Milwaukee, WI to Seattle, WA to take on the job of Associate Editor for Dragon *where he works night and day on D&D. He was 28. He leaves behind a long-term career in architecture, a love of bratwurst, and an unquenchable thirst for beer. He is survived by his Saturday gaming group and parents.*

Mt.Zogon
MISS GALEENA? MY FATHER ACCIDENTALLY KILLED ONE OF YOUR SLIMES WHILE IT WAS TRYING TO EAT HIM. HE IS VERY SORRY HE DEFENDED HIMSELF, AND SENT ME OVER TO APPEASE YOUR WRATH.
HE SAID HE HOPES WHEN YOU KILL ME, YOU'LL DO IT QUICKLY AND PAINLESSLY, BECAUSE TODAY IS MY BIRTHDAY...
I'M NOT GOING TO KILL YOU.
YOU'RE NOT? ...TH-THEN WHAT ARE YOU GOING TO DO?
KILL YOUR FATHER AND BAKE HIM INTO A BIG, JUICY BIRTHDAY CAKE FOR YOUR BIRTHDAY PARTY.
WOW! A PARTY!!
BY TONY MOSELEY
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VAMPIRES OF WATERDEEP: PART TWO

DUNGEON OF THE CRYPT

BY ERIC L. BOYD
BY JEFF CARLISLE
BY ROBERT LAZZARETTI
FORGOTTEN REALMS, HIGH LEVEL (13TH–20TH), DUNGEON CRAWL

The High Hunt leaves the streets of Waterdeep and heads beneath the City of the Dead, where monstrous criminal overlords compete for the favor of their mysterious master. It will take more than skill with a blade to cut through the web of deceit and treachery that surrounds the Vampire Master of Waterdeep. Do you have what it takes to survive the Dungeon of the Crypt?

"Dungeon of the Crypt" is part two of the three-part Vampires of Waterdeep Campaign Arc. Set in the city of Waterdeep in the FORGOTTEN REALMS campaign setting, it is appropriate for a party of four 13th-level adventurers.

Waterdeep is detailed fully in *City of Splendors: Waterdeep*, but that supplement is not required to run this adventure. Parenthetical references such as "Deepwinter Vault (CD10)" refer to the map key found in that supplement for Dungeon Masters wishing to employ the adventure in conjunction with that setting.

Adventure Background

In the Year of the Advancing Wind (947 DR) Artor Morlin, a powerful and cunning vampire active as a mercenary lord in the South, returned to the Delimibiyr valley after being alerted to the construction of Castle Daggerford over the ruins of his old keep, Morlin Castle. The Baron of Blood, as he was known for his legendary hatred of all things Shoon, chose to allow the construction of Castle Daggerford, since he found the burgeoning nearby city of Waterdeep more to his liking.

Pleased to find no other vampires in residence at that particular juncture, Artor decided to make the nascent City of Splendors into his private hunting preserve. Using his personal fortune, Artor secretly constructed a subterranean lair north of the city (just north of the present-day City of the Dead). Once his new lair was finished, the Baron slaughtered all who knew of the project and took up residence within, using this new "Dungeon of the Crypt" to hold his primary coffin and his extensive collection of Shoon treasures.

In the centuries that followed, Artor adopted a succession of guises, always playing the role of mercenary lord while eschewing Waterdhavian politics. He created few servitors that might

someday rebel against him and kept careful watch over any vampire who dared enter "his" city. The vampire lord carefully maintained a succession of charmed allies with ties to the clergy of Lathander, using them as a conduit to convey information about "vampires threatening Waterdeep" any time he needed to eliminate a rival.

In the Year of the Gate (1341 DR), the Company of Crazed Venturers chanced upon the Dungeon of the Crypt and confronted Artor inside his lair. Defeated, the Baron of Blood fled up a chimney and vanished. Although the Company pursued, discovering another dungeon complex they dubbed "The Fireplace Level" in the process, they never found Artor again and eventually moved on to other adventures.

Over the next decade, Artor allowed the Dungeon of the Crypt to lie fallow as he watched for any evidence of the Company's return. In this intervening period, a variety of monsters from the depths took residence in the dungeon, and individuals from the city above began using its halls for a variety of purposes. Over time, the Dungeon of the Crypt became something of a waymoot and transit point for Waterdeep's underworld, used by an ever-changing roster of rogues as a safehouse and a storage depot.

In the Year of the Crown (1351 DR), Artor instructed one of his servitor vampires to discretly set up his lair in the Baron's old quarters. At Artor's instruction, that vampire did not drive out the dungeon's new residents, as his master believed their presence increased his personal security. That vampire and its three successors each survived for approximately 5 years in the dungeon before Artor destroyed them.

Convinced that the presence of a vampire in the Dungeon of the Crypt had been forgotten, Artor acquired a new vampiric servitor in the Year of the Unstrung Harp (1371 DR)—a doppelganger named Fhang. The Baron of Blood instructed Fhang to assume his guise, a last test to see if his "reappearance" would prompt the Company's return to the dungeon. At Artor's direction, the doppelganger has grown more involved with the sentient tenants of the Dungeon of the Crypt, forging a loose alliance for common defense. The dungeon still sees regular traffic, thanks to passages that connect to the sewers, Undermountain, and the City of the Dead.

The story so far

Although this adventure can be run by itself, it is also the second chapter in the Vampires of Waterdeep Campaign Arc. In part one, the PCs were set on the trail of Dhusarra yr Fadila el Abhuk, a vampire from Undermountain who emerged to challenge the Baron of Blood for ownership of the city of Waterdeep. After witnessing her initiate a High Hunt of Malar, the PCs pursued her through the sewers to the rowhouse of her intended prey. Depending on how the first adventure ended, they PCs may have uncovered a pair of leads: one suggesting that a vampire fiercely protective of his turf is resident in Waterdeep, and the other indicating that at least one vampire, last seen in the Dungeon of the Crypt, got away from Khelben's old adventuring band, the Company of Crazed Venturers.

Adventure synopsis

Events in the City of Splendors lead the PCs to explore the Dungeon of the Crypt. Inside they find a complex filled with predatory monsters and maintained by Waterdeep's criminal underground.

The PCs explore the Dungeon of the Crypt and begin thinning out its denizens. Concerned with the threat to their rule, the rulers of the dungeon form the Cryptkeepers Alliance against the interlopers. The PCs must find and eliminate the doppelganger vampire who keeps the residents loosely aligned or pit the dungeon's residents against one another if they hope to prevail.

If you are using the entire Vampires of Waterdeep trilogy, the PCs are motivated to explore the Dungeon of the Crypt in search of Dhusarra's foe, Artor Morlin. The vampire master is not actually present, but his doppelganger minion, Fhang, acts on his behalf against the PCs. If the PCs succeed, the adventure concludes with a climatic battle with Fhang in the guise of Artor Morlin. The PCs may get unlooked-for aid from Dhusarra (see "Blood of Malar"), and one or both vampires may escape up the chimney that leads to the Fireplace Level.

Adventure Hooks

If you are playing through the entire Vampires of Waterdeep Campaign Arc, this adventure begins after the PCs have completed the chase through the sewers. The PCs' motivation for investigating the Dungeon of the Crypt depends upon how that adventure ended.

- If the PCs finished off Dhusarra before she began passing them notes, they may believe that Waterdeep's vampire problem has been solved. In that case, the morning after Dhusarra's death, the PCs receive an invitation from **Lord Horingar "the Elfslayer" Nandar** (CE male Illuskan rogue 3/ranger 12), heir to House Nandar and renowned as one of the city's greatest (and most cruel) hunters. The note reads: "You are cordially invited to meet with Lord Horingar at Nandar Villa (N23) at three bells after highsun. You will find you cannot leave the city until you do." The meeting with Lord Nandar is brief and to the point. After the PCs are ushered into his presence, the young hunter strides into the room in rich garb suggestive of a devotee of Malar. He snarls, "I know not what you are up to, but the Beastlord is not pleased. In my dreams last night he has told me that you have interfered with his sport and that his thirst for blood will be slaked. Seek out the Dungeon of the Crypt and slay Dhusarra's intended quarry or your lives shall go up in smoke." With that, the audience abruptly ends. Lord Nandar knows nothing of Dhusarra or Artor Morlin; he is simply relaying a vision he received from his deity. If the PCs foolishly attack him, they risk the full force of Waterdeep law, for attacking a Waterdhavian noble in his own home without provocation draws no mercy from Waterdeep's magisters. If the PCs attempt to leave the city, they find that they are bound by the same strictures

as Dhusarra—they cannot leave by any means short of divine intervention until Artor Morlin is destroyed.

- If Dhusarra survived the previous adventure, her messages to the PCs should get them to begin their own search for Artor Morlin. If they prove unable to locate his old hideout, Dhusarra eventually uncovers this information and passes it along to the PCs. If they prove reluctant to investigate the crypt on their own, she stages a kidnapping or a theft and stashes the goods in the Dungeon of the Crypt to motivate the PCs to investigate. If all else fails she attempts to lead the PCs there herself, hoping to give them the slip inside the dungeon, forcing them to explore it as they search for her.
- If you are running "Dungeon of the Crypt" as a stand-alone adventure, the PCs are hired by one of Waterdeep's prominent noble families to find a recently kidnapped young noble before the ransom must be paid. The Dungeon of the Crypt has long been a favored place to stash kidnap victims. Although monsters regularly snack on such unfortunates, such does not usually concern most kidnappers. In this scenario, the PCs stumble onto one of the kidnappers and trail him back into the Dungeon of the Crypt, where they observe him making a payment to a half-dragon ettin named Bonesplitter.

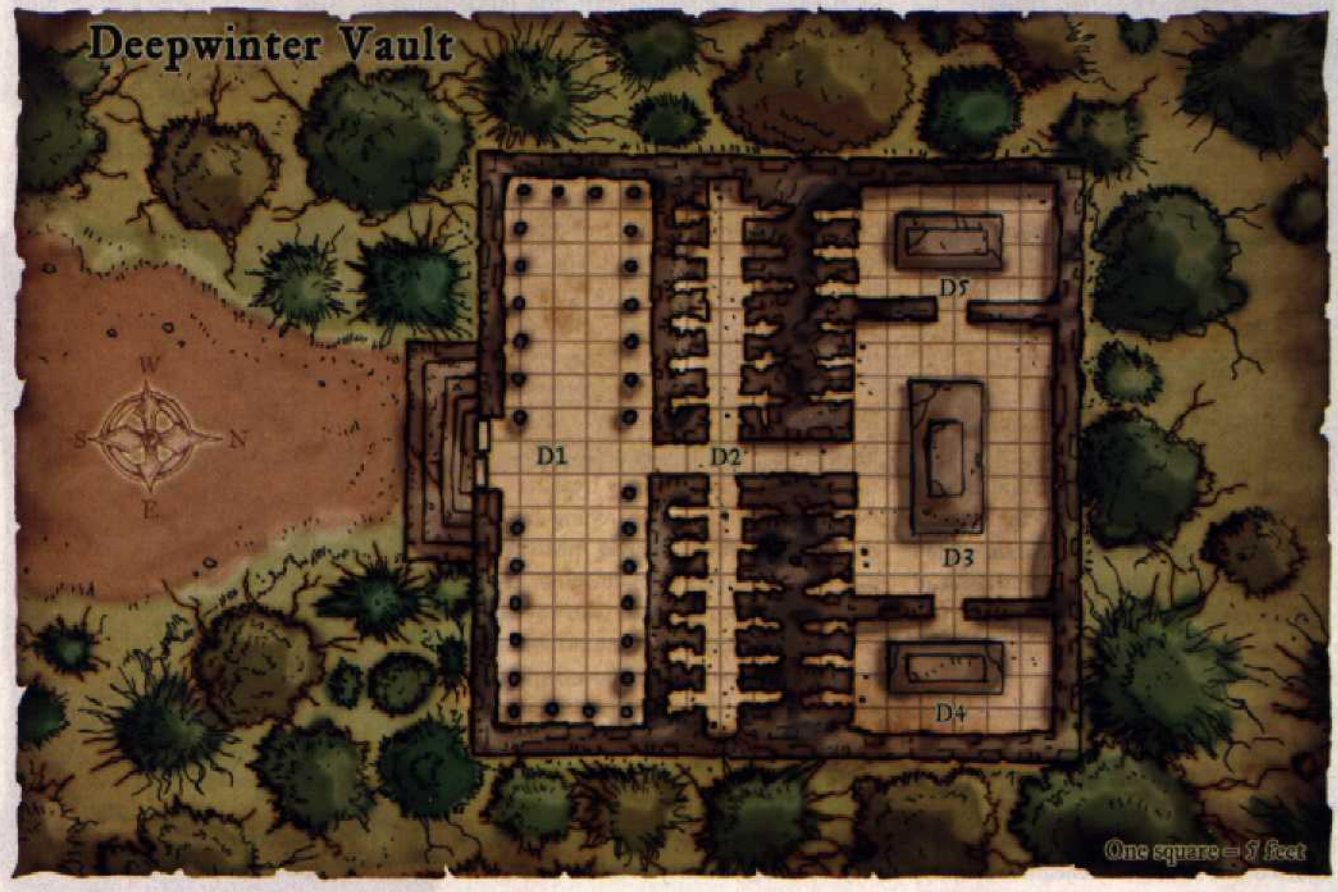
DEEPWINTER VAULT (CD10)

The main access point for the Dungeon of the Crypt is through a mausoleum known as the Deepwinter Vault, which lies at the northern end of a massive walled cemetery on the eastern edge of Waterdeep's Trades Ward known as the City of the Dead. Many citizens visit the City's green lawns and white marble tombs during the day, as it is one of the few accessible places inside Waterdeep dominated by greenery. A watch contingent is charged with keeping the cemetery peaceful, and various members of the Guild of Chandlers and Lamplighters keep torches lit around and inside a number of the tombs. The grounds are off-limits after dusk, and the gates are locked. Nevertheless, many individuals hold clandestine meetings at night in the City of the Dead, despite the slight risk of undead escaping from a warded tomb to prowl the sprawling cemetery.

Encounters in the City of the Dead are beyond the scope of this adventure, but reaching the Deepwater Vault

Dhusarra

If Dhusarra survives, she continues to prod the PCs, as outlined in "Blood of Malar," while indirectly shadowing their progress using divination magic and her minions. If the PCs discover Artor Morlin (or at least think they do), Dhusarra provides unlooked-for assistance if she thinks she can make the difference in the climatic battle without exposing herself to undue risk. The perfect outcome for Dhusarra would be the destruction of Artor Morlin and the PCs, allowing her to claim the city as her personal hunting ground.



Dungeon Ecology

The creatures that populate the Dungeon of the Crypt come and go with dependable frequency. New creatures enter the dungeon on a regular basis, only to be winnowed out in a brutal, Darwinian fashion. Only the strongest survive, and Artor Morlin intervenes if any one creature or group grows too strong. The result is a fairly stable status quo, in which the dungeon is divided among equal-weight, competing factions. No one is powerful enough to challenge Artor Morlin's ultimate control, but each faction is strong enough to effectively, if indirectly, act as a front-line bodyguard for the vampire master against anyone who might come looking for him.

When the PCs arrive, control of the dungeon is divided between Fhang and three primary factions, each controlled by a powerful monstrous creature. As they come and go, each NPC interacts with the other NPCs as well as any PCs they might encounter. The outcome of such interactions should flow naturally from their competing motivations and desires.

should be something of a challenge for the PCs. During the day, adventurers entering Deepwinter Vault may find themselves observed by curious picnickers who stare and whisper about "tomb robbers." After exiting the crypt, they are swarmed by small children hurling countless questions and trying to go through their pockets. At night, the PCs need to sneak in and out of the City of the Dead, avoid the guards, avoid clandestine meetings of unrelated NPCs, and battle the occasional undead which has escaped from a tomb.

Vault Exterior

The Deepwinter Vault lies in the shadow of the cemetery wall, just off one of the main paths. The vault's masonry is cracked and stained with lichen, and vegetation covers much of the structure. Beneath the canopy of ivy, the mausoleum's outer walls are carved with depictions of a northern landscape cloaked in heavy snow. At the southern end of the vault, atop five wide, shallow steps, two large, iron-bound wooden doors stand slightly ajar.

House Deepwinter, a Waterdhavian noble house that went extinct during the Guild Wars (1259–1260 DR), constructed the Deepwinter Vault at the height of the family fortunes, in the Year of the Gilded Cormorant (1129 DR). Unbeknownst to the family, the site selected for the Deepwinter Vault was chosen by a surveyor who had already been dominated by Artor Morlin.

The doors lead into the vault forechamber (area **D1**). The locks that once sealed the vault no longer function and require a DC 15 Craft (trapmaking) check to repair. Unless held closed, the doors swing slightly open when left unattended.

Development: A DC 15 Knowledge (religion) check reveals that the vault's carvings are laced with religious icons from the Church of Auril. A DC 15 Survival check by someone with the Track feat reveals that the vault sees irregular (but not infrequent) traffic by various humanoid creatures.

D1. Forechamber

This once-grand chamber occupies the southern third of the vault. The room is unnaturally cold; a thin sheet of ice clings to the walls and small icicles hang from the ceiling. From beneath the ice, faded frescoes hint at the past glories of the tomb's builders, and a series of waist-high pillars that line the edge of the room may have once displayed family treasures, but frustrated plunderers searching for hidden cavities have wrecked most of the pillars. In the center of the floor is the coat-of-arms of the family who once built this place: a snowcapped mountain with a large, stylized snowflake above and to the left of the mountain peak. A narrow door opposite the main entrance leads deeper into the vault.

Although this chamber is occasionally used for a hasty rendezvous, most creatures headed for the Dungeon of the Crypt quickly pass through here on their way to the depths.

At the time of its construction, the Deepwinter Vault was as heavily warded as any tomb found within the City of the Dead. However, over the years its wards have largely lapsed and have not been renewed. The lingering remnants of an ancient trap still affect this room, keeping the temperature at a frigid 32° F. The effects of cold weather are detailed in the *Dungeon Master's Guide* (page 302) and updated in *Frostburn* (page 8).

A DC 25 Knowledge (history) check reveals that the vault and coat-of-arms belonged to the now defunct House Deepwinter.

D2. Deepwinter Crypts

Two narrow passages lead off into the gloom, their walls lined with rows of crypts. Once, each crypt was sealed with a stone plaque engraved with the name of the deceased and the year of his death, but most of these plaques have long since been destroyed. The floor here is littered with bones and shattered stone, suggesting robbers plundered the place long ago.

Crypt Contents

d%	Contents
1–45	Empty, plundered crypt.
46–65	Empty, unused crypt.
66–70	Unplundered crypt, contains skeleton, rotted robes, and costume jewelry worth 10 gp or less.
71–85	Plundered or once empty crypt, contains a cryptic message on a crumbling scroll.
86–90	Plundered or once empty crypt, contains a cryptic message on a relatively new scroll.
91–98	Plundered or once empty crypt, contains a purloined object worth 10d10 gp.
99–00	Plundered or once empty crypt, contains a body (not a Deepwinter noble) stashed within.

DUNGEON OF THE CRYPT ENCOUNTERS

The Dungeon of the Crypt is home to all manner of roaming monsters, most of them transients from Waterdeep's sewers, Undermountain, or the Underdark. The weak ones are quickly winnowed out, so that only the strongest survive. As the characters explore the dungeon, there is a 10% chance of a random encounter for every hour that passes. Additionally, each time the characters make a loud noise or pass through a high-traffic area (including areas **C2**, **C13**, and any of the major hallways in the southern half of the dungeon), they have a 10% chance of a random encounter. The nature of such an encounter can be rolled on the following chart.

Table 1: Wandering Monsters

d%	Creature	Average EL	Source
1–4	1 all-consuming hunger	8	*Underdark* 78
5–8	1 arcane ooze	9	*Monster Manual III* 9
9–11	2d4 blood amniotes	13	*Libris Mortis* 87
12–15	2d6 bone rat swarms	8	*Libris Mortis* 88
16–19	1 cildabrin	7	*Lords of Madness* 141
20–23	1 crimson death	11	*Monster Manual II* 53
24–26	1d3+2 destrachans	12	*Monster Manual* 49
27–30	1 dread wraith	11	*Monster Manual* 258
31–34	1d12+4 gargoyles	11	*Monster Manual* 113
35–38	1d3+1 ghasts plus 1d6+6 ghouls	9	*Monster Manual* 119
39–42	1 advanced 12-HD gibbering mouther	9	*Lords of Madness* 150
43	1 great fihyr	15	*Monster Manual II* 100
44–47	1d3+1 advanced 6-HD gricks	7	*Monster Manual* 139
48–51	1 leechwalker	10	*Monster Manual II* 135
52–55	1 advanced 18-HD lurker	6	*Underdark* 94
56–59	1 mimic	4	*Monster Manual* 186
60–63	1d2+2 advanced 18-HD otyughs	10	*Monster Manual* 204
64	1 spectral lurker	17	*Fiend Folio* 158
65–68	1 advanced 13-HD reason stealer	7	*Monster Manual II* 178
69–72	1 roper	12	*Monster Manual* 215
73–76	1 spellgaunt	12	*Monster Manual II* 188
77–80	1d4+1 wererats plus 1d4+4 dire rats	6	*Monster Manual* 172
81–00	NPCs	Varies	Varies

If you do not have access to a particular book called for on the chart, simply reroll or choose from one of the monsters detailed in the *Monster Manual*.

In the case of NPCs, the DM is encouraged to either reroll or design parties of NPCs appropriate to the city above or dungeons below. For some possible sample NPCs, check out the Cast articles in *Dungeon* issues 117, 118, 119, 120, and 121 and the Critical Threats in issues 118 and 126. These NPC meetings are usually unassociated with the primary adventure, but they may involve other campaign plot threads. To determine the general nature of such groups, roll once on Table 2, and once on Table 3. Once Fhang realizes that all-out war is needed to defend the Dungeon of the Crypt from the PCs, it begins attacking these groups and transforming them into vampire spawn. At that point, whenever an NPC encounter is rolled, there should be a 50% chance the party encounters 2d4 vampire spawn instead.

Table 2: NPC Types

d%	Creature
1–20	Adventurers (1d4+1 varied classes)
21–50	Merchants (1d4 high-level experts accompanied by 2d6 mid-level warriors)
51–60	Nobles (1d4 high-level aristocrats accompanied by 2d6 mid-level warriors)
61–00	Rogues (1d4 high-level rogues)

Table 3: NPC Motivation

d%	Motivation
1–20	Clandestine meeting spot (roll again on Table 2 for second party)
21–35	Hiding out
36–50	En route to sewers
51–65	En route to surface
66–80	En route to Undermountain
81–85	Exploration
86–00	Stashing illicit goods/kidnappers

All dates are given in Northreckoning (0 NR equals 1032 DR).

Treasure: At one time most of these crypts were filled with the remains of the Deepwinter clan. Many of the crypts have been plundered, and those that remain inviolate are unlikely to contain more than a few pieces of costume jewelry in addition to the skeletal remains. In the years since the vault was abandoned, many have used the empty or plundered crypts as a place to store hidden messages and small treasures. The table provides a handy method of generating the contents of any specific crypt.

Cryptic messages are encoded or otherwise indecipherable, but if deciphered can lead to other adventures. Purloined objects attract attention if sold openly. Stashed bodies may unleash social intrigue when a missing person thought to have left the city turns up dead.

D3. Hall of the Patriarch

This large rectangular chamber is dominated by a great stone sepulcher on which rests a massive sarcophagus. The lid of the sarcophagus is carved to resemble a human form, head to the right, clad in armor and helm, and holding a great-sword over his chest. The figure is covered with a thick blanket of snow, obscuring his features.

The Cryptkeeper's Allaince

At the beginning of this adventure, the denizens of the Dungeon of the Crypt have a terse agreement of mutual noninterference. For the most part, each crime lord keeps to his own area of the dungeon, and their servants pretty much mind their own affairs. The sight of strangers (even adventurers) passing through the dungeon is a relatively common occurrence, and the agents of the major criminals are unlikely to take any action unless they are attacked or the PCs try to enter their boss's private area.

The crime lords themselves resist talking with the PCs, and it takes a DC 20 Diplomacy check to convince one to listen. Once the check is made, they have a starting attitude of unfriendly.

As soon as Fhang realizes that the adventurers are making a determined effort to locate Artor Morlin he acts quickly to mobilize the forces inside the dungeon to repel intruders. He organizes the three main factions into the "Cryptkeeper's Alliance," and persuades them that these adventurers represent a dangerous threat to their criminal operations. At that point the situation inside the Dungeon of the Crypt changes dramatically, and the dungeon begins to resemble a fortress as the crime lords recall many of their agents from the city above and station them around the dungeon.

Despite their allegiance to Fhang, the Cryptkeepers each have an agenda of their own. If the PCs are clever, they may be able to persuade the monsters to withdraw from the alliance, or even undermine it before it gets started. In any case once two of the four leaders are dead or withdrawn, the alliance breaks down. The remaining bosses hole themselves up in their respective territories, and try to ride out the siege as best they can.

The crypts on the south wall are identical to those found in area **D2**.

Trap: The sarcophagus lid slides easily to the left on a set of tracks carved into the stone, stopping when the sarcphogus is two-thirds open. The sarcophogus contains the crumbling remains of a forgotten Deepwinter patriarch. Damage done to the skeleton suggests that more than one frustrated tomb robber has taken a few cheap shots at the skeleton with the butt of his quarterstaff.

If the lid is held exactly 3 inches open, it releases a catch that holds the sarcophagus itself from rotating. The sarcophagus rotates counterclockwise, so that the head of the carved figure on the lid points north, not west. Doing so reveals a narrow stone stair that leads down and to the west toward area **C1**. The purpose of the sarcophagus and its operation can be deduced with a DC 15 Knowledge (architecture and engineering) check, or a DC 20 Search check.

D4—D5. Halls of the Fallen

These smaller side crypts are identical to area **D3** in description and contents, aside from the hidden stair that leads down to the Dungeon of the Crypt.

DUNGEON OF THE CRYPT

Located beneath the northern end of the City of the Dead and the southern end of North Ward, the center of the Dungeon of the Crypt lies directly under Mhalsyymber's Way. The dungeon serves as a set piece beneath the City of Splendors that can be used for a wide variety of adventures tied into an ongoing campaign. Like Undermountain, the Dungeon of the Crypt lies outside the reach of the Lords of Waterdeep. Its many connections to the city above, the sewers, other dungeons, and the Underdark allow the diverse organizations that use it to enter and leave by their own routes. Fhang, in the guise of Artor Morlin, acts as a de facto landlord for the dungeon, but otherwise the law of the jungle prevails. Residents, other than monsters of the wait-and-pounce variety, are expected to tithe a small fraction of treasure to Artor Morlin (Fhang) on a regular basis. Those who do not pay usually find themselves driven out or destroyed by rivals indirectly backed by Fhang.

The Dungeon of the Crypt serves as a waymoot, transit point, safehouse, and storage depot for multiple criminal organizations based in Waterdeep. Consequently, the dungeon is populated with a large number of wandering monsters and Waterdhavians from a bewildering array of competing and collaborating factions based in the city above who may be working together or at cross purposes. While the dungeon does have resident monsters, most are predators who move in, prey on visitors for a while, and then eventually anger the wrong organization or fall prey to a stronger predator. As such, the monster population of the dungeon is continually restocked with creatures that wander up from below or down from the city above.

The stonework in the dungeon is of ancient workmanship and typically made of granite. The floors, walls, and ceilings are smooth-hewn. Unless otherwise noted, the corridor width remains a constant 10 feet. Height varies where noted, but is usually 12 feet.

Doors are of metal-bound oak inlaid on both sides with 1-foot-square steel plates, each depicting a snarling wolf-head in bas-relief. A DC 10 Search check reveals a small hole through the door from the mouth of one wolf-head to the other, large enough for passage by an ooze or creature in gaseous form. Ogee arches surmount the doorways and archways. A DC 10 Knowledge (history) check reveals this is reminiscent of the Shoon classical style.

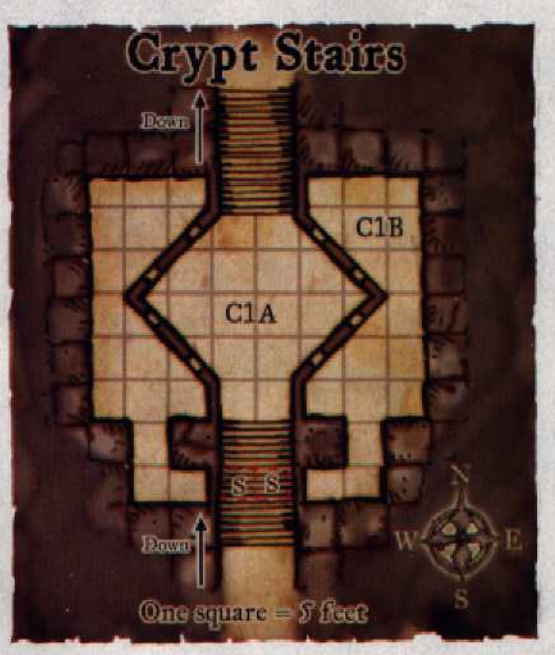
Typical Oak and Iron Door: 2 in. thick; Hardness 5; hp 20; Break DC 28, Open Lock DC 30.

Typical Masonry Wall: 1 ft. thick; Hardness 8; hp 90; Break DC 35; Climb DC 15.

C1. Crypt Stairs

The narrow stairs beneath the sarcophagus lead down and to the west some 20 feet before turning north and widening to 10 feet in width.

The steps descend steeply, running north beneath Mhalsymber's Way. All told, the steps and landings run some 500 feet horizontally between **D3** and **C2**, descending nearly 200 feet into Waterdeep's plateau. About halfway along the tunnel, the steps are defended by a guardpost.



C1A & C1B. Landing Redoubt

The steps widen into a diamond-shaped landing. The walls of the landing are pierced by several arrow slits. Small fragments of bone and rusted metal litter the floor.

This guardpost was built by Artor Morlin during the dungeon's construction, but he never found need to staff it. After the Company of Crazed Venturers drove the Baron of Blood from his lair, the landing redoubt saw periodic use by merchants who sought to transform the Dungeon of the Crypt into a fortified base. Such efforts invariably met with failure, as the numerous means of entering the dungeon undermine the effectiveness of garrisoning any one passage, and Artor never tolerates such efforts if they are in danger of succeeding.

Each side of the guardpost can be entered by means of an unusual trap door. Five adjacent steps immediately south and above the diamond-shaped landing swing up on hinges, revealing a passageway beneath the stairs that connects the east and west halves of **C1B**. It's about a 7-foot drop down from the stairs to the passage below. The steps swing up 135° and can be locked in that position, effectively forming a defensive shield during a strategic retreat into the dungeon. The steps can be locked down (Open Lock DC 30) from within the tunnel below to prevent people from using the trap doors.

Development: Although this guardpost is currently unmanned, if the PCs engage the Cryptkeepers and then leave the dungeon, upon their return they find that the Fhang has garrisoned this choke point with 2d4 vampire spawn (*Monster Manual* 253) created from NPCs taken from inside the dungeon.

Rather than defend against a frontal assault, Fhang has instructed the vampire spawn to allow intruders in unmolested, but to then attack them from behind if the interlopers retreat from the depths below.

C2. Foyer

The stairs end in a wide, angled room with a high ceiling. The northwest and northeast walls are pierced with arrow slits. Although scattered with debris, the room is largely empty. A set of large double doors leads north while smaller doors lead east and west.

This room is usually empty, but the denizens of the dungeon often keep an eye on it from areas **C3** and **C4**. The double doors can be barred from the northern side, but the bar currently rests in **C3A**.

Development: If the Cryptkeeper's Alliance is active, this room is a defensible chokepoint. All the doors leading out of this room are locked, and the door leading north is barred.

C3 and C4. West and East Guardrooms

This large room is notable for its angled southern wall, pierced by two arrow slits.

Although these rooms are usually left empty, a DC 10 Search check reveals evidence that humanoids regularly stand watch here. Frequent visitors to the dungeon, such as the Gnawbones, often post guards in this room to keep an eye on area **C2**.

C3A is sometimes used to store treasure, but currently holds only the large wooden bar used to lock the double doors leading north from **C2**.

Development: If the Cryptkeeper's Alliance is active, these rooms are each garrisoned with two Cryptkeeper thugs (see page 73) armed with composite longbows.

C5 and C6. West and East Chokepoints

The hallway widens here, ending in a wall pierced by three arrow slits.

These chokepoints are rarely used, although occasionally a visitor to the dungeon posts a guard here. Note that the arrowslits can be used (albeit with more difficulty) from the other side of the wall to fire at a creature to the north.

Development: If areas **C3** and **C4** are garrisoned, the thugs there use these rooms as a fall back position, guarding these spots if area **C2** is breached.

C7, C9, C14, C15, C18, and C21. Storerooms (EL varies)

This large room is filled with debris, including remnants of wooden chests, shattered amphoras, and bits of cloth.

In the years since Artor Morlin abandoned his lair, these rooms have been used as storerooms by a long procession of criminal agents. Most have broken locks (unless they've been recently repaired) and contain a stash.

Trap: If this room holds any treasure (see below), the merchant who left it here has placed a ward on the door. Roll 1d6+4 to determine the CR of the trap. Choose from the following traps presented in the *Dungeon Master's Guide* pages 70–74:

CR5: Doorknob Smeared with Contact Poison, *Fire Trap*, *Phantasmal Killer* Trap, Ungol Dust Vapor Trap.

CR6: *Glyph of Warding (Blast)*, *Lightning Bolt* Trap, Whirling Poison Blades, Wyvern Arrow Trap.

CR7: *Blade Barrier* Trap, Burnt Othur Vapor Trap, Lock Covered in Dragon Bile, *Summon Monster VI* Trap.

CR8: *Destruction* Trap, Insanity Mist Vapor Trap, *Melf's Acid Arrow* Trap, *Prismatic Spray* Trap.

CR9: Drawer Handle Smeared with Contact Poison.

CR10: Energy Drain Trap, *Summon Monster VII* Trap, *Wail of the Banshee* Trap.

Note that the gp value of the trap should not exceed four times the value of the goods stored herein. Most merchants use such trap-guarded rooms far more than four times, and the cost of a trap to defend their goods is a necessary part of doing business in the Dungeon of the Crypt.

Treasure: There is a 25% chance that a merchant has stored illicit goods in any one of these rooms except **C7**. Illicit goods fall in three broad categories: stolen property (60%), wares banned by the Lords of Waterdeep (35%), and kidnap victims (5%). Most stolen property comes from the city above and consists of large quantities of common items such as rope, lamp oil, or bolts of cloth. Such items are rarely stored in the Dungeon of the Crypt. Instead, these storerooms are commonly used for small, rare items, such as material components, gems, spices, herbs with unique properties, perfume, and small statuary. These rooms should contain a plethora of unique, ever-changing treasures. Three sample treasures are detailed below.

Treasure #1: **Arthyrn Mornstorm** (NE male Chondathan human commoner 9), a native of Irieabor, regularly imports masterwork artisan's tools from craftsmen in the western Inner Sea region to Waterdeep. In recent months, Arthyrn has had a string of bad luck, losing five successive shipments to bandits, predators, and, in one case, a devastating lightning storm. Besieged by creditors and in danger of losing his rowhouse in the Sea Ward, Arthyrn hired the Shadow Thieves to steal a large shipment of masterwork artisan tools from his chief rival, **Delyn Methemarrk** (LN male Tethryian human expert 5) of Tethyr, shortly after they were unloaded from a ship docked in Waterdeep's harbor. For now the tools are stored herein in large crates. As each tool bears Delyn's unique mark (a crossed quill and paintbrush), Arthyrn cannot sell them openly. He is currently arranging to have them carried through the sewers, loaded back on a different ship after it is inspected but before it leaves port, and then sent north to Neverwinter. The room contains eight crates, each of which holds forty-eight sets of masterwork artisan's tools (worth 55 gp individually, or 21,120 gp in total).

Treasure #2: **Phalantar Orivan** (NE male Chondathan human rogue 7), a native of Hlondeth and owner of Phalantar's Philtres & Components (C33) is a well-known fence who sells exotic medicines, spices, herbs, and rare substances used in the making of

perfumes, scented oils, poisons, and spell components. Phalantar has long supplied members of House Sultlue with various ossra oils, which when burned grants benefits to yuan-ti but acts as an inhaled poison for all other creatures. The Lords of Waterdeep recently banned the sale of ossra oils in the city after they were used to murder three agents of House Thorp. Phalantar now insists on charging three times the old price for his merchandise, but members of House Sultlue are offering only twice the old price, and then only for future shipments. While the two sides negotiate, Phalantar has hidden his store of ossra oils in this storeroom. The room holds thirty-five small amphoras, each containing one dose of oil. Fourteen of the amphoras contain battasss (worth 1,000 gp each), twelve amphoras contain duthlah'hass (worth 2,000 gp each), and the remaining nine contain laerisss (worth 300 gp each).

Treasure #3: **Lord Thestus Thongolir** (N male Chondathan aristocrat 2/expert 9) is a sage learned in Knowledge (religion), specializing in the church of Shar. Thestus is the brother of Lord Bilraeus Thongolir II and a religious dilettante who normally resides at the Thongolir villa (S49). He has worshiped many gods, including Shar, and is now somewhat of an expert on the religious practices of various faiths. Although current rumors blame Lord Thestus's disappearance on the church of Shar as retaliation for his publicly stated heresies, Lord Thestus was actually kidnapped by members of the Xanathar Thieves' Guild at the behest (through two layers of intermediaries) of Lord Ulguth Ilvastarr II and stashed here, tied up with an *amulet of proof against detection and location* around his neck. Lord Ulguth is a devotee of Gargauth, who has recently engaged in several clandestine conversations with Lord Thestus after the latter had expressed interest in forming a small cult. After Thestus lost interest and began studying with the Church of Milil, Lord Ulguth saw him as a threat and had him kidnapped. Lord Ulguth has now entered into discussions with Galguth Shund (see area **C22** below) to have Lord Thestus targeted with *feeblemind* and *modify memory* spells, but so far the two have not been able to agree on a price, as Lord Ulguth has expended most of his available funds on other projects in service to his dark god. In the meantime, Lord Ulguth has demanded, again through two layers of intermediaries, a ransom of 25,000 gp for the safe return of Lord Thestus from the Thongolir patriarch. Ulguth is now trying to figure out how to get the money for the ransom to pay Galguth Shund without having to release Lord Thestus until well after the money is delivered.

C7A. Sewer Tunnel

This narrow tunnel leads some 500 feet east, eventually connecting via a secret door (SF71) with the secondary sewer passage south of a sewer shaft (SF32) in the North Ward.

C8. Bonesplitter's Chamber (EL 14)

This chamber reeks with the sulfurous odor of rotten eggs. Crude furniture, including an oversized bed, a large table, and three chairs are scattered about the room. Only the west wall is clean, kept free of any clutter. It is covered with a gorgeous mural of a serpentine emerald wyrm emerging from a pile of chewed up bones.

This room serves as a rendezvous point for members of the Gnawbones gang seeking to update their mistress, Claugiyliamatar, on the status of the group's activities in Waterdeep. It also serves as the lair of Bonesplitter, who guards the chamber for the gang.

The secret door to this room is usually locked.

Creatures: When the PCs explore the dungeon for the first time, the draconic ettin can be found here. He keeps 2 cryptkeeper thugs posted just inside the secret door to make sure the riff-raff don't penetrate his hideout. Additionally, there is a 2% chance that 1d4 additional thugs are in the room waiting to report to Claugiyliamatar when the PCs arrive. There is also a 25% chance that Bonesplitter has 1d4 kidnap victims imprisoned here. Their exact identities are left vague, but they should be 1st- to 4th-level aristocrats or 1st- to 4th-level commoners of some wealth.

Bonesplitter is a tall, hulking, bipedal creature with long and ungainly arms and legs covered in supple, almost rubbery, emerald-green scales. His arms end in great, five-fingered claws and he has large wings. Bonesplitter's two heads are shaved and covered in great tattoos resembling dragons' heads. He shares the traditional ettin's reluctance to bathe, and as a result radiates a foul stench that is almost overpowering. Bonesplitter is quick to anger and impatient with those who are not open and direct. He enjoys toying with small creatures (particularly halflings), but is ruthlessly efficient in dealing with spellcasters. He has the natural avariciousness of a dragon and is easily bribed.

Bonesplitter is the spawn of "Old Gnawbones" (**Claugiyliamatar**, NE female ancient green dragon rogue 4/druid 4) of the Kryptgarden Forest. Although not a member of the Gnawbones, the ettin interacts regularly with members of that organization. Claugiyliamatar dispatched Bonesplitter to the Dungeon of the Crypt to defend this chamber from interlopers (and to get him out of her sight). Bonesplitter supplements this task with a lucrative sideline business. He works with kidnappers across the city, agreeing to guard their victims in return for a daily fee. Payment in advance is accepted, but anyone left in his care beyond the already paid for period is killed and eaten with relish.

BONESPLITTER **CR 13**

Male half-green dragon ettin barbarian 5
NE Large dragon
Monster Manual 106, 146
Init +3; **Senses** darkvision 60 ft., low-light vision; Spot +13, Listen +18
Languages Common, Draconic, Giant

AC 29, touch 8, flat-footed 29; improved uncanny dodge

hp 147 (15 HD)
Immune acid, sleep, paralysis
Fort +15, **Ref** +3, **Will** +6

Spd 30 ft., fly 60 ft.
Melee +1 *wounding bastard sword* +23/+18/+13 (2d8+11/19–20 plus wounding) and
+1 *keen bastard sword* +23/+18/+13 (2d8+11/17–20) and
2 bites +16 (1d8+5) or
2 claws +21 (2d6+10) and
2 bites +16 (1d8+5)
Base Atk +12; **Grp** +26
Atk Option Power Attack, rage 2/day
Special Atks breath weapon 1/day (30-ft. cone of gas, 6d8 acid, DC 19 Ref half)
Combat Gear *bead of force, potion of cure serious wounds*

Abilities Str 31, Dex 8, Con 18, Int 8, Wis 10, Cha 13
SQ superior two-weapon fighting, trap sense +1
Feats Exotic Weapon Proficiency (bastard sword), Improved Initiative, Improved Natural Armor, Iron Will, Power Attack, Weapon Focus (bastard sword)
Skills Intimidate +16, Listen +18, Search +12, Spot +13, Survival +11
Possessions combat gear, +2 *half plate*, *Gutripper* (+1 *wounding bastard sword*), *Skullcleaver* (+1 *keen bastard sword*)

Rage (Ex): While he is raging, Bonesplitter's statistics change as follows:
AC 27, touch 6, flat-footed 27; improved uncanny dodge
hp 177
Fort +17, **Will** +8
Melee +1 *wounding bastard sword* +25/+20/+15 (2d8+13/19–20 plus wounding) and
+1 *keen bastard sword* +25/+20/+15 (2d8+13/17–20) and
2 bites +18 (1d8+6) or
2 claws +23 (2d6+12) and
2 bites +18 (1d8+6)
Grp +28
Abilities Str 35, Con 22

CRYPTKEEPER THUG (2) **CR 6**
Male and female Chondathan human rogue 3/fighter 3
NE Medium humanoid
Init +7; **Senses** Spot +5, Listen +5
Languages Common, Draconic

AC 20, touch 13, flat-footed 17
hp 41 (6 HD)
Fort +6, **Ref** +7, **Will** +4; evasion

Spd 30 ft.
Melee mwk rapier +9 (1d6+1/18–20)
Ranged +1 *composite longbow* +10 (1d8+2/x3)
Base Atk +5; **Grp** +6
Atk Option sneak attack +2d6

Abilities Str 12, Dex 16, Con 14, Int 13, Wis 10, Cha 8
SQ trapfinding, trap sense +1
Feats Improved Initiative, Iron Will, Point Blank Shot, Precise Shot, Weapon Focus (longbow)
Skills Balance +9, Escape Artist +11, Hide +11, Intimidate +7, Jump +7, Knowledge (local) +5, Listen +5, Move Silently +7, Search +5, Spot +5, Tumble +13, Use Magic Device +4
Possessions +1 *chain shirt*, +1 *buckler*, masterwork rapier, +1 *composite longbow* with 20 arrows, 3 sunrods

Tactics: If Bonesplitter observes the PCs' invasion of the Dungeon of the Crypt, he alerts Fhang and the Gnawbones gang. Depending on what they learn of the PCs' motivations, the gang

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may choose to interfere or not, but they most certainly arrange a theft or an assassination attempt if Bonesplitter is attacked or molested in any way. If the PCs inflict significant losses upon the Gnawbones, they are certain to regret drawing the ire of the gang's sponsor the next time they leave the safety of Waterdeep's walls.

Bonesplitter's weakness is his greed. His hunger for gold is all-consuming and blinds him to other opportunities. Fhang keeps him in line through the promise of regular bribes, the occasional payment of such, and judicious use of his domination ability to keep Bonesplitter from noticing that his payments rarely come through. The ettin would casually betray any of the other Cryptkeepers if sufficient coin (treasure worth 10,000 gp or more) were offered, but he is not above double crossing a newfound "friend." The half-dragon ettin would quickly and permanently turn on Fhang if the vampire's domination was terminated and it was pointed out to Bonesplitter that his horde was not nearly as big as the promises that had been made.

Treasure: Bonesplitter's hoard is far smaller than he believes, thanks to the insinuations of Fhang. At present, it consists of four large, locked chests, each containing a mix of coins worth approximately 500 gp per chest, for a total value of 2,076 gp.

Development: If the Cryptkeeper's Alliance is active, Bonesplitter abandons this chamber and relocates to area **C24**. He leaves two Cryptkeeper thugs stationed in area **C8**, and instructs them to send him regular reports. If he fails to hear from them for over an hour, he leads a group of six Cryptkeeper thugs to investigate.

The Gnawbones

Claugiyliamatar employs several dozen loyal human and halfling agents that represent her interests in Neverwinter and Waterdeep. In particular, these agents trade in goods made scarce by the dragon's attacks and serve as Old Gnawbone's eyes and ears. Prominent members of the Waterdhavian branch include **Lady Hylla Eirontalar** (NE female Tethyrian human aristocrat 4/rogue 12, Waterdhavian noble) and **"Jingles"** (NE female lightfoot halfling rogue 8, Waterdhavian cutpurse). Leaders of the Gnawbones make regular contact with their mistress by visiting the Scrying Chamber (area **C8**) in the Dungeon of the Crypt at prearranged times.

C10. Mimic Nest (EL 10)

This large, square room has the look of an old storeroom, with bits of cloth, wood, and pottery scattered about the room. In the center of the room stands a large, ornate wooden chest.

Although sometimes used as a storeroom, this chamber is currently the lair of an imitation of mimics. The chest is real and locked. A DC 25 Open Lock check is required to pick the lock. This is unnecessary, as there is actually a large hole in the bottom of the chest, a fact that is apparent only if someone lifts one end of it up, requiring a DC 10 Strength check.

Creatures: Inside the chest is a mimic in the form of a chest identical to the real chest, but without the lock. Inside that mimic is another mimic. There are a total of seven nested mimics inside the chest.

Mimics (7): hp 52; *Monster Manual* 186.

Tactics: The mimics wait until the last "chest" is opened before attacking en masse (hopefully in and around the potential prey). If their ruse is discovered in advance, those that still contain mimics within themselves release them while the others attack. The mimics suppress their adhesive slime ability until they attack.

C11. Champion of Iltakar (EL 12)

This large spherical room is carved from the surrounding stone with absolute precision, suggestive of magic. The only obvious exit lies in the middle of the south side of the chamber.

Artor had this room carved to serve as a battle arena for a construct of the Shoon.

Creature: This chamber is home to a Shoon construct called a Champion of Iltakar built by Qysar Shoon VI in the Year of the Questing Raven (304 DR). The last of its kind, it served as a training partner for the Shoon Imperium's greatest warriors in the arenas of Iltakar, a district of the imperial capitol of Shoonach.

After the fall of Shoonach, the Champion continued to honor the last command from its builder: "Train my warriors and their progeny for the glory of the Imperium until one claims the *belt of Iltakar*." For centuries, the Champion wandered the Sword Coast, battling great warriors of Calishite and Tethyrian descent. In the Year of the Mistmarch Warrior (1041 DR), Artor sought out and defeated the Champion amidst the ravines of the High Moor, but the Baron of Blood refused to claim the *belt of Iltakar*. Instead, the vampire insisted that the Champion battle challengers in an arena he had built in the Dungeon of the Crypt, effectively adding the battle horror to his gallery of Shoon trophies.

The Champion is stylistically formal in word, but not in deed. While it acts with perfect honor before and after a battle, during a battle it uses any tactic available to it, with no holds barred.

The Champion of Iltakar **CR 12**
Battle Horror
LE Medium construct
Lost Empires of Faerûn 175
Init +6; **Senses** darkvision 60 ft., see invisible; Spot +21, Listen +20
Languages Alzhedo, Common

AC 28, touch 15, flat-footed 26
hp 130 (20 HD)
Immune construct traits, *disintegrate*, *flame strike*, *lightning bolt*, *magic missile*
Fort +8, **Ref** +8, **Will** +11

Spd 40 ft., *air walk* 40 ft.
Melee masterwork greatsword +28/+23/+18 (2d6+16/17–20 plus thundering)
Ranged heavy crossbow +17 (1d10/19-20)
Base Atk +15; **Grp** +26
Atk Option Cleave, Power Attack, Weapon Power
Spell-Like Abilites (CL 7th)

At will—*magic missile*
3/day—*blink*
1/day—*dimension door*

Abilities Str 32, Dex 15, Con —, Int 13, Wis 16, Cha 16

SQ rapid repair

Feats Cleave, Great Fortitude, Improved Critical (greatsword), Improved Initiative, Power Attack, Toughness, Weapon Focus (greatsword)

Skills Diplomacy +5, Listen +20, Search+ 18, Sense Motive +20, Spot +21, Survival +3

Possessions masterwork greatsword, *belt of Iltakar*

Air Walk (Su): The champion of Iltakar can move through the air as if affected by an *air walk* spell (caster level 13th).

Rapid Repair (Ex): If the champion of Iltakar rests for 1 full hour it repairs 1 point of damage, so long as it has at least 1 hit point remaining. Rapid repair does not allow the champion of Iltakar to regrow or reattach lost body parts.

See Invisible (Su): The champion of Iltakar sees invisible creatures and objects as if affected by a *see invisibility* spell.

Spell Immunities (Ex): The champion of Iltakar is immune to *disintegrate, flame strike, lightning bolt,* and *magic missile.*

Weapon Power (Ex): The champion of Iltakar can imbue his greatsword with the thundering property as a free action at will. This effect comes from the champion of Iltakar, not the weapon.

Development: If attacked, the Champion fights back using any tactics available to it. If challenged, the Champion agrees to fight a single combatant until first blood (first damage) or until unconsciousness. The Champion does not accept challenges from those who are not of Tethyrian or Calishite heritage, nor does it agree to more than one challenge per day. The Champion does not answer questions unless it has been fairly defeated in combat. The challenger can receive any aid he desires before the combat begins, but interference from another once the battle has begun invalidates the bout in the eyes of the Champion.

All challenge fights occur within a *resilient sphere* created by the *belt of Iltakar*. The battle begins when the challenger moves close enough to the Champion to touch weapons and the battle horror activates the *resilient sphere* in response. The Champion always fights in mid-air, so unless its opponent can fly, he must stand on the curved inner surface of the *sphere* and keep his balance. This also gives the Champion the benefit of fighting on higher ground (+1 bonus on melee attacks). As it fights, the Champion twists and turns its body, causing the *resilient sphere* to rotate rapidly. Fighting while trying to stand on the inner surface of the *sphere* requires a DC 17 Balance check every round.

If asked about "Artor Morlin" or a description is provided by someone who has fairly defeated it, the Champion acknowledges that it has fought the Baron of Blood on several occasions to a draw. It then adds enigmatically that "sometimes the Baron fights like a true Shoon warrior, and sometimes he does not." The Champion does not elaborate on this point under any circumstances. It is referring to the fact that it has also battled Fhang while it was in the guise of Artor Morlin, and it recognized that it was fighting a different creature.

C12. Sinking Cavern (EL 13)

This large cavern slopes steeply down to the east. The ground is covered with solidly-packed rubble, likely the detritus of earlier excavations to the west. Scattered small depressions in the rubble suggest that sinkholes are an occasional occurrence in this cavern.

Before this area was used as a dumping area during the excavation of the rest of the dungeon, it was a chasm leading down to the Underdark, with connections to the base of the cliff that forms the eastern boundary of Waterdeep.

Trap: The rubble is far less stable than it looks, and anyone walking on it risks triggering a collapse. Each round there is a 5% chance of collapse in each occupied square. If the floor collapses, that character, along with the characters in the surrounding squares, must make a DC 15 Reflex save or take 3d6 points of damage and be buried. Buried characters take 1d6 points of nonlethal damage per minute. If a buried character falls unconscious, he must make a DC 15 Constitution check or take 1d6 points of damage each minute thereafter until freed or dead.

Creature: Occasionally a sinkhole opens up that leads all the way down to the bottom of the chasm and from there down into the Underdark. The last time this occurred, a cluster of mind crawlers, escapees from a breeding lab in Ch'chitl, the Kingdom Below, levitated up, only to become trapped when the sinkhole closed. The trapped mind crawlers have not found sufficient prey in the Dungeon of the Crypt to survive, but Artor has directed Fhang to keep them reasonably well fed, perceiving their potential usefulness in some future plot. They resemble Huge segmented worms with squid-like tentacles.

MINDCRAWLERS (4) **CR 9**

Advanced half-illithid carrion crawlers
N Huge aberration
Monster Manual 30, *Fiend Folio* 90

Init +1; **Senses** darkvision 60 ft., scent; Spot +10, Listen +10

Languages none

Belt of Iltakar

Qysar Shoon VI fabricated the *belt of Iltakar* for the reigning champion of the Shoon Imperial capitol's arenas in the Year of the Questing Raven (304 DR). It acts as a *belt of giant strength* +6. Once per day the bearer of the belt can cast a variant 20-foot-diameter *Otiluke's resilient sphere*, centered on the belt, with the command word "Iltakar." The *resilient sphere* encompasses whomever wears the belt and any other creatures close enough to stand within the sphere at the time of its casting. The *resilient sphere* remains fixed in orientation to the belt, so if the wearer of the belt turns, the *resilient sphere* effectively turns as well.

Moderate transmutation; CL 20th; Craft Wondrous Item, *bull's strength, Otiluke's resilient sphere*; Price 79,200 gp; Weight 1 lb.

AC 19, touch 9, flat-footed 18
hp 85 (9 HD)
SR 19
Fort +8, **Ref** +4, **Will** +10

Spd 30 ft., climb 15 ft.
Melee 8 tentacles +10 (2d6+6 plus paralysis)
Space 15 ft.; **Reach** 10 ft.
Base Atk +6; **Grp** +20
Attack Options improved grab
Special Atks extract, *mind blast* 1/day (DC 14)
Psionics (CL 8th)
3/day—*detect thoughts* (DC 12), *levitate*, *suggestion* (DC 13)
1/day—*charm monster* (DC 14)

Abilities Str 22, Dex 13, Con 20, Int 5, Wis 19, Cha 10
Feats Alertness[B], Combat Reflexes, Improved Natural Attack (tentacle), Track
Skills Climb +18, Listen +10, Spot +10

Extract (Ex): A mind crawler that begins its turn with any four tentacles attached and wins its grapple check automatically extracts the opponent's brain, instantly killing that creature. This power is useless against constructs, elementals, oozes, plants, and undead. Extraction is not instantly fatal to foes with multiple heads, such as ettins and hydras.

Improved Grab (Ex): To use this ability, a mind crawler must hit a Small, Medium, or Large creature with its tentacle attack. It can then attempt to start a grapple as a free action without provoking an attack of opportunity. If it wins the grapple check, it establishes a hold and attaches the tentacle to the opponent's head. A mind crawler can grab a Huge or larger creature, but only if it can somehow reach the foe's head. If a mind crawler begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single successful grapple check or an Escape Artist check, but the mind crawler gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponent's turn.

***Mind Blast* (Sp):** Once per day, a mind crawler can produce a *mind blast* in a cone 40 feet long. Anyone caught in this area must succeed on a successful Will save (DC 14) or be stunned for 1d4 rounds. This ability is the equivalent of a 4th-level spell.

Paralysis (Ex): Those hit by a mind crawler's tentacle attack must succeed on a DC 19 Fortitude save or be paralyzed for 2d4 rounds. The save DC is Constitution-based.

Tactics: Unlike their lesser kin, mind crawlers are intelligent enough to work together as a hunting pack. The mind crawlers know that the cavern is prone to sudden cave-ins, but they do not fear them due to their innate *levitate* ability. As such, they work to drive their prey across the suspect terrain, hoping a sudden collapse kills their enemies for them.

C12A. Helmfast Tunnel

This alcove is closed at the northern end by a cave-in. It once led up to the cellars beneath the Helmfast Villa (N58), but that passage is buried and long forgotten.

C13. Mosaic of the Shoon (EL 10)

This large open foyer has a barrel-vaulted roof. Twin doors open on the east and west ends of the north wall. Narrow passages lead east and west, and a broad passage leads south. In the center of the floor is a large engraved mosaic depicting clashing armies of genies.

This large chamber sees frequent traffic but is rarely occupied for any length of time.

Trap: Artor paid long ago to have the mosaic trapped with a *wail of the banshee* trap. Dungeon regulars know not to step on the mosaic or attempt to remove it in any way.

***Wail of the Banshee* Trap:** CR 10; magic device; proximity trigger (*alarm*); automatic reset; spell effect (*wail of the banshee*, 17th-level wizard, DC 23 Fortitude save negates); multiple targets (up to 17 creatures); Search DC 34; Disable Device DC 34.

Treasure: A DC 20 Knowledge (history) check reveals the mosaic is an artifact of the Shoon Imperium depicting the Era of Skyfire. This mosaic was removed from the Palace of the Qysars in Shoonach, brought north, and reinstalled here by agents of Artor Morlin over a century ago. The mosaic is worth 4,000 gp to a collector of Shoonite antiquities.

C16. Destrachan's Legacy

This large rectangular room has passageways leading out of the north, east, and south walls. The floor and parts of the walls have been shattered, transformed into a lumpy landscape of broken stone.

Years ago, a destrachan from Undermountain battled a company of adventurers in this room, and, although the beast was slain, it managed to wreck the room's floor with its destructive harmonics.

Travel through this room is impeded by the destruction, and the floor is considered to be dense rubble. Monsters occasionally wander up from Undermountain via **C19** and make this room their lair. The chance of a wandering monster encounter in this room is 20%.

C17. Privy

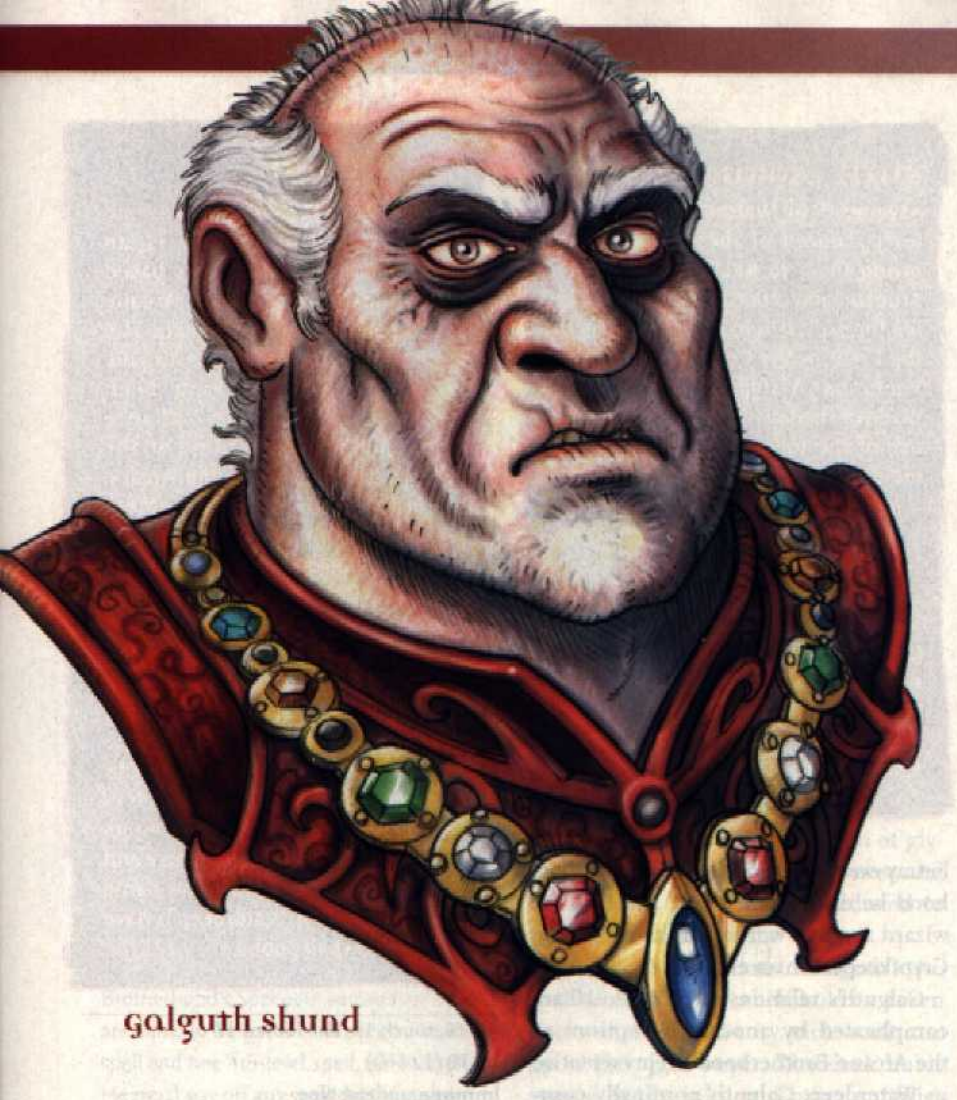
This small, square room holds a crude wooden seat placed over a privy chute.

Some of these privies are well used, while others gather dust, either too close to a monstrous inhabitant of the dungeon or too far from a sentient humanoid likely to use one.

One of the privy chutes (the one closest to **C5**) is navigable by a Small or smaller creature and leads down to the caverns near Skullport (UM L3), exiting in the tunnels just north of the Port of Shadow.

C19. Nain's Knuckles (EL 9)

The hallway continues through an arch, bending to the left and sloping ever so gently down into the gloom. A line of humanoid left hands hovers in the air, each one clearly making the signal to stop and then waggling back and forth, shaking its index finger and then pointing at the dusty floor. A hint of gold glimmers from the ring finger of the front-most hand.



Galguth Shund

This hallway continues on to the first level of Undermountain, connecting via a secret door to the room just north of room #38B on the map found in the *Ruins of Undermountain* boxed set.

Inscribed in the dust is a crude wizard's sigil. A DC 20 Knowledge (arcana) check reveals it is the sigil of the infamous Halaster, Mad Mage of Undermountain. This is Halaster's idea of a signpost, warning passersby that they are entering his domain.

Creature: A DC 10 Spot check notes that each of the skeletal hands has an eyeball sewn into its palm. The necromancer knuckle swarm does not attack unless provoked.

Necromancer knuckle swarm (5): hp 49 each; see appendix.

Treasure: One of the flying fingers wears a gold ring inscribed with a wizard's sigil. A successful DC 20 Knowledge (arcana) check reveals that it is the sigil of Nain Keenwhistler, a prominent wizard in the City of Splendors and one-time member of the Company of Crazed Ventureres. The ring is nonmagical and worth 200 gp.

Development: Nain gladly pays double its value if his ring is returned to him, but he is far more interested in recovering the flying fingers, animated or not. Some of the bones were his in a former life—Nain died at least four times during his tenure with the Company—and were lost along with the upper half of his body long ago in this very dungeon. Nain willingly recounts what he can remember of the Company's exploits in the Dungeon of the Crypt to anyone who brings him his ring, including a complete description of the vampire the company battled.

C21A. Skullport Tunnel

Beyond the door lies a partially collapsed tunnel winding down into darkness.

This tunnel slopes down steeply, winding in a corkscrew fashion south and west toward the great dungeon of Undermountain, connecting via a small hole in the roof of the cave just north of room #69 on the map found in the *Ruins of Undermountain* boxed set. Although partially collapsed, it is possible for a creature of size Tiny or smaller to make its way down to (or up from) Skullport by means of this passage. Opening the tunnel to passage for larger creatures would take months of digging or powerful magic.

C22. Galguth Shund's Lair (EL 13)

This rectangular chamber has passageways in the center of the north and south walls. A finely crafted desk, chair, a large bed, and wardrobe occupy the room. A bookshelf filled with tomes sits atop the desk.

In recent years, this room has served as the Arcane Brotherhood's base for monitoring their interests in the City of Splendors.

The secret door to this room is usually locked.

Just inside the secret door leading to this room, Galguth has placed a mental *alarm* spell.

Creature: Galguth Shund and his shield guardian construct can be found here. Galguth Shund appears as a corpulent human male of Illuskan heritage with scattered patches of thin, white hair on his balding scalp. His alabaster skin has a pale gray cast, and his malevolent-looking eyes are rimmed with red. Galguth favors rich, red robes and heavy gold jewelry dripping with gems. Galguth speaks with the honeyed words of a born sycophant to his superiors and arrogant cruelty to those he considers beneath him, but his eyes betray his all-consuming fear of death. The wizard is comfortable only around constructs and monsters of his creation.

Galguth joined the Arcane Brotherhood at an early age, quickly rising to become something of a prodigy within their ranks. Originally a servant of Jaluth "Snakeface" Alaerth, Galguth betrayed his mistress by

Ghalguth's Feats

Ghalguth employs feats from *Complete Arcane* and *Player's Guide to Faerûn* in this adventure. Abbreviated versions detailing their specific effects are given below:

Cooperative Spell: If Galguth is adjacent to another spellcaster with this feat, and they both cast the same spell simultaneously, they add +2 to the save DC of the cooperatively cast spell and +1 to the caster level check to beat the target's spell resistance (if any). They can use the base save DC and caster level check of either spellcaster.

Spellcasting Prodigy: For purposes of determing bonus spells, Ghalguth's Intelligence is treated as 2 points higher than its actual value.

Staff of Banishment

Savengriff of Waterdeep crafted at least a dozen of these short staffs, giving them to Khelben "Blackstaff" Arunsun and others. He lost one during the exploration of the Dungeon of the Crypt by the Company of Crazed Venturers. A *staff of banishment* is made of shadow-wood and allows the use of the following spells with the indicated charge expenditures.

banishment (2 charges)
dismissal (1 charge)
repulsion (2 charges)
slow (1 charge)

Strong abjuration; CL 13th; Craft Staff, *banishment*, *dismissal*, *repulsion*, *slow*; Price 47,532 gp; Weight 1 lb.

This item first appeared in *City of Splendors: Waterdeep*.

The Arcane Brotherhood

The Arcane Brotherhood is an order of arcane spellcasters based in the Host Tower of the Arcane in the coastal city of Luskan. The Arcane Brotherhood seeks to rule the North, but has long been frustrated by the Lords' Alliance of independent free cities of the Sword Coast. Although the Arcane Brotherhood's near-term objective is the conquest of the Silver Marches, members of the brotherhood keep a close eye on the City of Splendors, for the leaders of Waterdeep are the greatest threat to the brotherhood's ambitions.

Like Waterdeep's Watchful Order of Magists and Protectors, the Arcane Brotherhood is a formal wizard's guild, and members who take levels in the Mage of the Arcane Order prestige class (detailed in *Complete Arcane* and in *Magic of Faerûn* under the name "Guild Wizard of Waterdeep") have access to its spell pool.

throwing his lot in with Arklem Greeth when the Archmage Arcane returned to the Host Tower to drive out the traitors and rebuild the brotherhood. Galguth hoped that Arklem would appoint him Overwizard of the North after Jaluth fled to the wildlands near Icewind Dale, but the Archmage Arcane correctly perceived that if Galguth would betray a master once, he would likely do it again. Instead, Arklem dispatched Galguth to Waterdeep, to head up the brotherhood's activities in the City of Splendors.

Galguth's tenure in Waterdeep got off to a rocky start. While exploring the Dungeon of the Crypt in search of an appropriate lair, the wizard was surprised and attacked by Fhang, who appeared to him in the guise of Jaluth (a beautiful woman whose face erupts with hissing, fanged serpents when she is angry or upset) after reading the wizard's mind. The doppelganger vampire energy drained Galuth of much of his power (5 levels) and then killed him with his slam attack. (Fhang is under orders not to create vampire minions without express permission from Artor Morlin.)

To Fhang's surprise, Galguth returned to life as a crypt spawn, having purchased an *undeath after death* spell from a cleric of Bane before leaving Luskan. Intrigued by this turn of events, "Jhaluth" allowed the now-weakened Galguth to remain within the dungeon, under the condition that he betray every secret of the Arcane Brotherhood he discovers to "her" and that the wizard agree to work with the rest of the Cryptkeepers in an emergency.

Galguth's relations with "Jhaluth" are complicated by another deception: as the Arcane Brotherhood's representative in Waterdeep, Galguth nominally commands the Luskanite adventuring company known as Mask's Conscripts. Unbeknownst to Galguth, Mask's Conscripts have been replaced by several shapechangers in a group called the Mirrorkin of the Unseen, of which Fhang is also a member. As such, with Galguth in mortal fear of "Jhaluth" and his primary agents replaced by Fhang's allies, the Unseen have almost completely co-opted the Arcane Brotherhood's activities in the City of Splendors without them being the wiser.

For physical defense, Galguth relies on a shield guardian he created before being drained to his current level.

Galguth Shund **CR 13**

Male crypt spawn (augmented Illuskan human) wizard 5/mage of the arcane order 7
LE Medium undead (augmented humanoid)
Magic of Faerûn 184, *Complete Arcane* 48
Init +1; **Senses** darkvision 60 ft.; Spot +1, Listen +1
Languages Common, Chondathan, Elven, Illuskan, Loross, Netherese, Tethyrian

AC 18, touch 11, flat-footed 17
hp 78 (12 HD)
Immune undead type
Fort +3, **Ref** +4, **Will** +10

Spd 30 ft.
Melee quarterstaff +5 (1d6)
Base Atk +5; **Grp** +5
Special Atks spellpool III
Combat Gear *staff of banishment* (5 charges)
Wizard Spells Prepared (CL 12th, +14 to overcome SR, +6 ranged touch)
6th—*globe of invulnerability, guards and wards* (DC 20)
5th—*cloudkill* (DC 19), *cone of cold* (DC 19), *prying eyes, teleport*
4th—*detect scrying, dimensional anchor, Evard's black tentacles, wall of ice*
3rd—*arcane sight, dispel magic, fireball* (DC 17), *greater magic weapon, lightning bolt* (DC 17)
2nd—*detect thoughts* (DC 16), *fox's cunning, mirror image, spider climb, touch of idiocy* (DC 16)
1st—*alarm*, disguise self, expeditious retreat, magic missile, shield, true strike*
0—*detect magic, read magic, message, prestidigitation*
* already cast

Abilities Str 10, Dex 12, Con —, Int 18, Wis 13, Cha 14

SQ summon familiar (none), turn resistance +2

Feats Cooperative Spell, Craft Construct, Craft Magic Arms & Armor[B], Craft Wondrous items, Empower Spell[B], Scribe Scroll[B], Spell Penetration, Spellcasting Prodigy, Widen Spell

Skills Appraise +4 (+6 sculptures), Concentration +17, Craft (sculpting) +19, Decipher Script +19, Gather Information +4, Knowledge (arcana) +19, Knowledge (local) +19, Spellcraft +21

Possessions combat gear, *bracers of armor +4*, *shield guardian amulet*, spellbook

Spellbook as above plus 0—all; 1st—*burning hands*, *color spray*, *feather fall*, *sleep*; 2nd—*command undead*, *knock*, *scorching ray*; 3rd—*blink*, *fly*, *nondetection*; 4th—*shout*, *stoneskin*; 5th—*dismissal*, *summon monster V*, *sending*; 6th—*analyze dweomer*, *create undead*; 7th—*limited wish*

Spellpool III (Su): If Galguth leaves a spell slot of the appropriate level open, he can call a number of spells per day from the Arcane Brotherhood's Spellpool whose total levels are equal to or less than nine (one 5th-level spell and one 4th-level spell, for example). He must pay off any spell debt accrued through use of this ability within 7 days. Calling a spell is a full-round action.

Shield Guardian: hp 112; *Monster Manual* 223. Wears a *gauntlet of rust*.

Tactics: If Galguth observes the PCs' activities in the Dungeon of the Crypt, he alerts his superiors in the Arcane Brotherhood by means of a *sending* spell, but otherwise takes no action. If confronted directly, his first instinct is to flee, unless Fhang immediately bolsters his resolve with an appearance of the traitorous "Jhaluth."

If the Cryptkeeper's Alliance is formed, Galguth begins creating an army of ghasts to fight on behalf of the Crypkeepers. If Galguth is slain, the Arcane Brotherhood dispatches several agents to the city, some of whom begin spying on the adventurers. Eventually, at a time and place of their choosing, the Arcane Brotherhood exacts its revenge. Ghalguth would willingly abandon the Cryptkeepers if Fhang was revealed to be a doppelganger and not Jaluth.

If attacked and in danger of being defeated, Galguth attempts to flee into the crypts (**C23**), leaving his shield guardian to bar the passage behind him.

Development: Once the Cryptkeeper's Alliance has been activated, Galguth begins casting *create undead* on one of the corpses in area **C23** each day. Note that while he does this he has one less sixth level spell available. Galguth keeps the first four ghasts he creates in the hallway south of area **C22** for personal protection. After that, he stations four each in areas **C13**, **C2**, and **C1A** (in that order).

Once the alliance has been formed, Bonesplitter stations two thugs in the secret hallway directly south of area **C24** right outside this room. If Galguth hears combat in the hallway, or receives word that one of the other Cryptkeepers is under attack, he immediately speeds to their aid. He has no intention of giving his life for the alliance, however, and rushes away again if he is reduced to fewer than 25 hit points.

Treasure: In addition to Galguth's two spellbooks, the bookshelf holds a dozen books on magical theory, each worth 200 gp to the right buyer. The desk holds special quills, inks, and other supplies for inscribing spells into spellbooks worth, in total, 1,000 gp. The wardrobe holds a collection of seven fine robes, most of reddish hue and each worth 300 gp and a coffer filled with gold jewelry (rings, necklaces, etc.) worth a total of 700 gp. Galguth keeps a clay pot filled with grave dirt and another filled with brackish water under his bed.

C23. Crypt of Necromancers

This long hallway is lined with alcoves, each of which contains three vertical niches. Each niche is filled with the desiccated corpse of thin, hairless human clad in rotting, deep purple robes.

Artor Morlin harbored a particular distaste for the sorcerers who served the Shoon qysars, and he took pains to bring the bodies of those he slew back to this macabre gallery. There are a total of twenty-one corpses in the crypt.

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Treasure: Galguth Shund has placed a black onyx worth 200 gp under the tongue of each corpse.

C24. Bonesplitter's Retreat

This large room is filled with debris, including remnants of wooden chests, shattered amphoras, and bits of cloth.

When the PCs first explore the Dungeon of the Crypt, this is just another unused storeroom.

Development: After the Cryptkeeper's Alliance is formed, Bonesplitter gathers his thugs and relocates here, along with his possessions and most of the furnature from area **C8**. He stations two Cryptkeeper thugs just outside the door to the immediate south, and instructs two more to patrol the long hallway between this room and area **C25**. He also keeps 2 Cryptkeeper thugs with him at all times. If alerted by the sounds of nearby combat, or if he receives word that another crime lord is under attack, he sends his thugs to alert the other Cryptkeepers, and then roars and charges into battle, fighting to the death to protect the dungeon.

C25. Rakshasa's Refuge (EL 13)

This rectangular room has one exit, a door leading west. The floor of the room is covered with hay and smells of cat urine. A low-slung bed rests against the west wall.

The rakshasa Nar'Shindah claimed this chamber as his lair nearly two years ago and has remained here ever since.

The door and secret door to this room are usually locked.

Creature: Nar'Shindah Sugimar and his tiger can be found here. Nar'Shindah stands erect like a human, but has the luxurious coat of black fur and the black, tigerlike head of a feline. Like other rakshasas, his hands are flipped, with palms where the back of the hand would be on a human. He is cold and calculating, finding momentary pleasure only in the delivery of a killing stroke. He delights in betrayal, preferring to kill his victims in the guise of a loved one they think has betrayed them.

Nar'shinddah sugimar

Nar'Shindah is a naztharune rakshasa from a far-off land east of Mulhorand. Exiled by the leader of his clan for challenging his authority, Nar'Shindah drifted west, finding employ as an elite assassin. The rakshasa arrived in Waterdeep two years ago and has found the City of Splendors to his liking. Although not a member of the Unseen, he has allied himself with Hlaavin's druuth, treating them as members of his tribe. Although he lairs in the Dungeon of the Crypt, Nar'Shindah can be reached by leaving word at the Blushing Mermaid (D36), the Asp's Strike (C30), or the Grinning Lion (N56).

Although Nar'Shindah trusts no one, he considers members of the Unseen, including Fhang, to be fellow members of his adopted tribe. In practice, this means he acts deferentially to those he considers more senior (i.e. Hlaavin and the other mirrorkin), but considers himself superior to those beneath him (including Fhang). The rakshasa tolerates Fhang's authority over the Dungeon of the Crypt as a delegation of Hlaavin's authority, but he challenges anything Fhang does that exceeds that authority in his opinion.

The rakshasa is served faithfully by his constant companion Rajah, a dire tiger with black and red stripes that he has raised from birth.

Nar'Shindah Sugimar **CR 12**
Male naztharune rakshasa assassin 1
LE Medium outsider (native)
Monster Manual III 136
Init +9; **Senses** darkvision 60 ft.; Spot +15, Listen +15
Languages Common, Infernal, Undercommon

AC 25, touch 15, flat-footed 22; improved uncanny dodge
hp 101 (12 HD); **DR** 15/good and piercing
SR 21
Fort +11, **Ref** +14, **Will** +7; improved evasion
Spd 40 ft.
Melee *+1 assassin's short sword* +18/+13/+8 (1d6+3/19–20) or
+1 assassin's short sword +16/+11/+6 (1d6+3/19–20) and
+1 short sword +16 (1d6+2/19–20) or
2 claws +16 (1d4+2)
Ranged *+1 composite short bow* +17/+12/+7 (1d6+3/x3)
Base Atk +11; **Grp** +13
Atk Option sneak attack +7d6
Special Atks death attack (DC 13, DC 14 with *+1 assassin's short sword*), detect thoughts
Combat Gear *potion of cure serious wounds*
Assassin Spells Known (CL 1st)
1st (1/day)—*obscuring mist, true strike*
Abilities Str 14, Dex 21, Con 18, Int 15, Wis 11, Cha 15
SQ change shape, hide in plain sight, poison use, shadow jump 20 ft.
Feats Improved Initiative, Two-Weapon Fighting, Track, Weapon Finesse, Weapon Focus (short sword)
Skills Balance +16, Bluff +15, Diplomacy +4, Disguise +20 (+22 acting), Escape Artist +20, Handle Animal +7, Hide +25, Intimidate +4, Jump +10, Listen +15, Move Silently +25, Search +11, Spot +15, Survival +0 (+2 following tracks), Tumble +15, Use Rope +5 (+7 bindings)
Possessions *pantherskin shirt (+1 shadow silent moves mithral shirt), +1 assassin's short sword, +1 short sword, +1 composite short bow* with 20 arrows

Detect Thoughts (Su): Nar'Shindah can continuously use *detect thoughts* as the spell (caster level 18th, Will DC 17 negates). He can suppress or resume this ability as a free action. The save DC is Charisma-based. While he is using this ability, he gets a +4 circumstance bonus on Bluff and Disguise checks.

Change Shape (Su): Nar'Shindah can assume any humanoid form, or revert to its own form, as a standard action. In humanoid form, he loses his claw attacks (although he usually uses weapons and armor). Nar'Shindah typically remains in one form until he chooses to assume a new one. A change in form cannot be dispelled, but Nar'Shindah reverts to his natural form when killed. A *true seeing* spell reveals his natural form. Using this ability grants him a +10 circumstance bonus on Disguise checks.

Hide in Plain Sight (Su): Nar'Shindah can use the Hide skill even while being observed. As long as he is within 10 feet of some sort of shadow, Nar'Shindah can hide himself from view in the open without anything to actually hide behind. He cannot, however, hide in his own shadow.

Shadow Jump (Su): Nar'Shindah has the ability to travel between shadows as if by means of the *dimension door* spell. The limitation is that the magical transport must begin and end in an area with at least some shadow. Nar'Shindah can jump up to 20 feet each day in this fashon; this can be a single jump of 20 feet, or two jumps of 10 feet each.

Rajah, dire tiger: hp 120, *Monster Manual* 65.

Tactics: If Nar'Shindah observes the PCs' activities in the Dungeon of the Crypt, he avoids them if possible. He makes no special effort to alert the Unseen to their presence, assuming Fhang has the situation well in hand. If one of the greater doppelgangers of the Unseen suggests that the PCs are a threat to be eliminated, the rakshasa offers his services as an assassin to eliminate either the PCs or those they depend on for logistical support.

Nar'Shindah would turn on Fhang in a moment if he realized that the doppelganger answered to another authority outside the "tribe." If he learns that Fhang is a vampire, Nar'Shindah begins investigating whether Fhang serves another vampire, as that determines whether Fhang is a "traitor to the tribe" or not.

If attacked, Nar'Shindah attempts to escape through the secret door he created at the rear of the chamber. The rakshasa carefully studies the sinkholes in **C12**, reducing his chance of triggering a collapse to 1% per round, thus giving him an advantage if pursued.

Development: Nar'Shindah is, at best, a reluctant member of the Cryptkeeper's Alliance. He cares nothing for the well being of Bonesplitter or Galguth, but he is fiercely protective of Fhang, as long as he believes the doppleganger is a member of the tribe. Once the alliance has been formed, he calls the other members for aid readily enough, but is slow to react to calls for help from anyone except Fhang. If it seems clear to him that the PCs have the upper hand when he finally joins the fray, he quietly slips away, preferring to engage the PCs later on his own terms.

The Unseen

The Unseen is a collection of shapechangers, including doppelgangers, greater doppelgangers, greater leucrotta, and wiloras, and their humanoid allies who live within the City of Splendors, preying on the populace. The Unseen began as a druuth (a band of doppelgangers led by a mind flayer) from the illithid-ruled subterranean city of Ch'Chitl. The Unseen are unique among druuths in that they have largely been abandoned by the illithids due to troubles in the Kingdom Below and in that the druuth is led by a half-illithid doppelganger named Hlaavin. The mind flayers specially bred Hlaavin as an experiment to see if its druuth could act autonomously. Under Hlaavin's leadership, the Unseen have thrived, despite the leadership vacuum created by Ch'Chitl's troubles. Further details about the Unseen are found in *City of Splendors: Waterdeep*.

Once Fhang realizes that a powerful band of adventurers is hunting for Artor Morlin, it begins to use the resources of the Unseen to combat the threat they pose. The vampire doppelganger alerts Hlaavin that it has observed "adventurers hunting for doppelgangers" in the Dungeon of the Crypt and supplies false evidence to bolster its claim. This fictitious information prompts Hlaavin to dispatch Mask's Conscripts (a set of identities that once made up an adventuring company but have now been fully replaced by members of the Unseen) to stalk the PCs, both in the dungeon and the city above, attacking them at times of weakness and attempting to infiltrate their ranks. Look for more on the Mirrorkin of the Unseen in an upcoming issue of DRAGON.

C26 and C27. Robing Rooms

This small room has two doors, one each on the north and south walls.

These two chambers once served as robing chambers for Artor's guests, where they could disrobe before bathing in the Chamber of the Pool (**C28**).

Development: Once the Cryptkeeper's Alliance has been formed, Bonesplitter transforms these two rooms into barracks for his thugs. At that point 2d3–2 Cryptkeeper thugs (see page 73) are resting in each room at any given time.

C28. Chamber of the Pool

A pool of inky black water dominates this long, low-ceilinged room. A ring of one-foot-high blocks surrounds the pool. Water in the pool runs over the blocks, only to drain away into regularly spaced openings in the floor.

The shallow pool is 4 feet deep and fed by a natural spring. Wandering monsters often drink from this pool. The chance of a wandering monster encounter is 20% in this room. The water is potable, but has a horrible oily taste and an inky black hue due to a slight contamination in the spring's source.

C29, C30, and C31. Galleries of the Shoon

Three ornately carved columns form a line down the center of this large rectangular room. Various holes and hooks in the walls suggest this room was once lined with paintings, tapestries, or other works of art.

Artor's collection of Shoon artistry was stolen from these galleries long ago. The rooms now stand empty.

Each pillar has a 50% chance of containing a secret compartment. The compartments are well concealed, but can be found with a DC 30 Search check. The vampire lord once stored priceless treasures stolen from the Shoon in these cavities, but they have long since been plundered.

Treasure: From time to time, certain individuals from the city have found it convenient to stash cryptic notes (75%) or other small treasures (25%, worth 1d6 x 100 gp) in one or more of these cavities. There is a 10% chance of finding something in any particular cavity.

C30A. Empty Vault

Long ago, Artor stored the Shoon treasures that would not fit in his galleries in this vault, along with any items he deemed inappropriate for display. Explorers and thieves have long since removed any treasure from this room.

C31A. Margaster Tunnel

This alcove is closed at the northern end by a cave-in. It once led up to the cellars beneath the Margaster Villa (N41), but that passage is buried and long-forgotten.

C32. Sepulcher of the Caliph (EL 15)

This large rectangular chamber is lined with black marble tiles on the walls, floor, and ceiling. In the center of the room lies a massive stone sarcophagus large enough to hold a full-grown ogre. The lid is carved to resemble a horror-stricken human male in fine robes pressing against the surface of the lid in a futile attempt to escape.

This chamber served as Artor's false lair, and it continues to serve that purpose for Fhang.

A successful DC 10 Spot check reveals that three small holes are hidden within the lid of the sepulcher, inside the figure's mouth and nostrils. A creature in gaseous form can enter the sarcophagus by way of these holes.

The bottom of the sarcophagus is a secret door that requires a DC 30 Search check to find. It swings up to reveal a very narrow set of stairs leading down into a narrow tunnel that leads north into area **C33**. There are two small holes in the bottom of the sarcophagus that can be used to lift the door or permit passage by a creature in gaseous form.

Creature: Inside the coffin waits a humanoid figure wrapped from head to toe in strips of scroll parchment and pages from dusty tomes. Pieces of tattered magic belts, robes, and chainmail have also been haphazardly integrated into its form. This is a grisgol, and it attacks anything that opens the coffin.

GRISGOL **CR 15**

N Large construct

Monster Manual III 76

Init +0; **Senses** darkvision 60 ft., low-light vision; Spot +0, Listen +0

Languages Alzhedo, Auran, Common, Tethyrian

AC 28, touch 9, flat-footed 28

hp 134 (19 HD); **DR** 10/piercing and magic

Immune construct type, magic

Fort +6, **Ref** +6, **Will** +6

Spd 30 ft.

Melee 2 slams +17 (1d6+4 plus 1d8+5 negative energy plus paralysis)

Base Atk +14; **Grp** +22

Atk Options damaging touch, paralyzing touch

Special Atk choking dust

Spell-Like Abilities (CL 20th, +13 ranged touch, +17 melee touch)

1/day—*chain lightning* (DC 19), *feeblemind* (DC 17), *hold person* (DC 14), *horrid wilting* (DC 22), *ice storm*, *meteor swarm* (DC 23), *power word blind*, *scorching ray*, *shield*, *touch of fatigue* (DC 10)

Abilities Str 18, Dex 10, Con —, Int —, Wis 11, Cha 11
SQ *incite madness*

Choking Dust (Ex): Striking the grisgol with any kind of implement other than a piercing weapon causes a disease-causing, choking cloud of dust and mold to explode from the creature. All within a 10-foot radius must make a DC 23 Fortitude save or take 1d4 points of Constitution damage. Those who fail the first Fortitude save must make another DC 23 Fortitude save (adjusted by their new Constitution score) or contract slimy doom (see page 23 of the *Dungeon Master's Guide*). The save DC is Strength-based.

Damaging Touch (Ex): As with the lich that animates it, the touch of a grisgol deals 1d8+5 points of damage to living creatures (Will DC 19 half). The save DC is Charisma-based.

Paralyzing Touch (Su): The grisgol's slam attack causes permanent paralysis unless the subject succeeds on a DC 19 Fortitude save. *Remove paralysis* or any spell that can remove a curse can free the victim (see the *bestow curse* spell description, page 203 of the *Player's Handbook*). The effect cannot be dispelled. Anyone paralyzed by a grisgol seems dead, though a DC 20 Spot check or a DC 15 Heal check reveals the victim to be alive. The save is Charisma-based.

Immunity to Magic (Ex): A grisgol is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against a grisgol. *Erase* delivered as a touch attack on a grisgol deals 2d6 points of damage to the creature (no save). Casting *secret page* on a grisgol renders it invisible as the *invisibility* spell.

Incite Madness (Sp): After a grisgol is killed, anyone examining the strips of scroll parchment or tome pages that comprise the creature's wrappings invokes a curse that renders the reader insane (Will save DC 19 negates). The victim of this insanity becomes convinced that the thousands of scraps of parchment contain great and lost arcane secrets, and that he must discover these secrets by fitting every last piece of ripped parchment and torn page back in the right order. He dedicates every waking hour to this massive undertaking, barely pausing to eat or rest, in order to finish this task as fast as possible. The victim always thinks (and tries to convince others) that he is on the brink of a revelation. His personal study becomes cluttered with diagrams, charts, and plans extrapolating how the pieces might fit together, constantly rearranging them to fit current theories or hunches.

The subject takes 1 point of Intelligence drain when the curse is first activated, and takes another point of Intelligence drain every week the curse continues uncured. The subject dies when he or she reaches 0 Intelligence.

The Intelligence drain can't be restored while the curse is active. Only *a limited wish* or similarly powerful magic can relieve a victim of this curse.

Development: If the grisgol is destroyed but its phylactery—a piece of spent magic trash tossed loosely and randomly amidst the detritus of the body—remains intact, the lich used to create the monster is free to return to his physical form after 1d10 days with all the powers and abilities it had prior to its entrapment (LE male lich [augmented Calishite human] wizard 20). The lich first seeks vengeance on whoever possesses its phylactery and then begins hunting the demilich that imprisoned it long ago.

C33. Vestibule

The tunnel from the bottom of the sarcophagus leads north to a small, steep staircase. At the top of the stair is an ornate room paneled in mahogany. The east wall is lined with coathooks, and a finely carved door opens to the west.

These chambers once served as a greeting room for Artor's guests, and Fhang never remains for more than a minute in this chamber.

The western door is locked.

C34. Concubine's Chamber (EL 3)

A huge wooden bed dominates this large square room. Once of ornate construction, the frame and linens are now gouged, rotted, and splattered with old, dried blood.

This chamber served as a bedroom for Artor's harem of concubines after he first constructed this dungeon.

In a small section of wall where **C34** adjoins **C32**, a 6-inch by 6-inch rectangular hole leads to the back of the marble that lines the wall of **C32**. Although there is no actual hole through the marble, the stone is so thin at this point that it is possible to discern lights and movements by staring determinedly through the marble. It requires a DC 35 Search check to notice this spyhole from **C32**. Breaking the spyhole requires a DC 15 Strength check.

Creature: Although neither Artor nor Fhang keeps a harem of concubines in this room any longer, one of Fhang's most important servants does reside here. Caedes is a denizen of the Nine Hells who serves Fhang as a scout and source of blood in difficult times.

Caedes **CR 3**
Bloodbag imp
LE Tiny outsider (evil, extraplanar, lawful)
Fiend Folio 98
Init –1; **Senses** see in darkness; Spot +8, Listen +8
Languages Common, Infernal

AC 14, touch 11, flat-footed 14
hp 37 (4 HD); **DR** 5/silver; regeneration 4
SR 6
Fort +8, **Ref** +3, **Will** +5

Spd 20 ft., fly 40 ft. (good)
Melee bite +7 (1d6 plus poison)
Base Atk +4; **Grp** –4
Special Atks wounding curse
Spell-Like Abilities (CL 6th, +6 melee touch)
At will—*detect good*, *detect magic*, *invisibility* (self only)
1/day—*vampiric touch* (DC 14)

Abilities Str 10, Dex 9, Con 18, Int 11, Wis 12, Cha 13
SQ polymorph, transfusion
Feats Toughness, Weapon Focus (bite)
Skills Climb +7, Concentration +8, Diplomacy +8, Heal +16, Listen +8, Spellcraft +7, Spot +8

Wounding Curse (Su): Three times per day, Caedes can point at a foe within 30 feet and force that opponent to make a DC 13 Fortitude save or suffer the effects of his wounding curse. A creature that succeeds on its saving throw is immune to that imp's wounding curse ability for one day.

Those afflicted treat every melee injury taken within the next hour as if that injury had been caused by a weapon with the

wounding special ability. A wounding weapon deals 1 point of Constitution damage from blood loss when it strikes a creature. A critical hit does not multiply the Constitution damage. Creatures immune to critical hits are immune to this Constitution damage.

Poison (Ex): Caedes delivers his poison (Fort DC 16 resists) with each successful bite attack. Initial and secondary damage are the same (1d4 Str).

Polymorph (Su): Caedes can assume two other forms at will as a standard action: bat or wolf. This ability functions as a *polymorph* spell (caster level 12).

Regeneration (Ex): Caedes takes normal damage from acid or from holy and silver weapons. Attack forms that don't deal hit point damage ignore regeneration, and Caedes does not restore hit points lost from starvation, thirst, or suffocation.

See in Darkness (Su): Caedes can see perfectly in darkness of any kind, even that created by *deeper darkness* spells.

Transfusion (Su): Any creature that drinks Caedes's blood regains 1 hit point per full round of transfusion. Caedes must be willing, and both the imp and the creature receiving the transfusion can take no other actions in that round. Caedes takes 2 points of damage during each round of transfusion, but his regeneration ability reduces this to subdual damage, which he quickly recovers. If Caedes is rendered unconscious, he cannot use his transfusion ability until his hit points again exceed his subdual damage total.

Development: If cornered and desperate, Caedes attempts to smash the marble spyhole and escape.

C35. Great Hall (EL 14)

This large rectangular hall stands over two stories tall, with a great barrel vaulted ceiling. The walls are wood paneled and hung with tapestries depicting great armies battling fearsome dragons and beasts. A massive granite hearth dominates the west end of the room. Two chairs sit near to the roaring fire. In the center of the room stands a massive circular table, large enough to seat two dozen. A single doorway leads through the north end of the west wall.

In conscious imitation of Artor, Fhang spends the bulk of his time in this chamber.

The hearth holds a pile of logs lit by a *continual flame* spell. The flue is just large enough for a Medium or smaller creature to inch its way up with a DC 15 Climb check. The flue leads up between two rowhouses in North Ward to exit through an unremarkable chimney, indistinguishable from any other. A vampire in gaseous form can easily make his way up via the flue to exit amidst the rooftops of North Ward, seemingly just another puff of smoke. Halfway up the flue is a small fissure that leads to the Fireplace Level (see the next installment in the Vampires of Waterdeep Campaign Arc for more information on this location). This fissure can be found with a DC 30 Search check made in the flue.

Creature: In its natural form, Fhang appears much as any other doppelganger, but its skin is bone white and his eyes are blood red with slitted pupils.

In the guise of Artor Morlin, Fhang appears as a lean, chiseled warrior of Tethyrian heritage with skin of dusky hue, well-oiled black hair in a thick braid hanging down his back, and a grim, almost sunken countenance. As Artor, the doppelganger's eyes gleam with the feral cunning of a natural-born warrior who has survived innumerable fights, and bathed in the blood of his foes at the conclusion of each and every one.

Fhang is naturally ingratiating and empathetic, able to strike up a conversation with almost anyone and instantly gain their confidence. Fhang's transition to vampirism has heightened its taste for strong emotions, and it gains almost as much sustenance from "listening in" on a creature's thoughts as it experiences emotions that rouse the blood as it does from drinking the blood directly.

Raised among the doppelganger-breeding pits of Ch'Chitl, Fhang is one of the original doppelgangers of Hlaavin's druuth. As Fhang is able to make itself instantly comfortable among any group of creatures, Hlaavin tasked it with outfitting and maintaining a safehouse within the Dungeon of the Crypt. The doppelganger's ingratiating nature enables it to forge nonaggression pacts or even alliances with the ever-changing roster of monsters dwelling within the dungeon's halls. Three years ago, the Baron of Blood selected Fhang to be his next vampire servitor, secretly ambushing the doppelganger in Artor's old lair. Fhang now serves two masters, but Artor commands its first loyalty. Fhang's shapeshifting talents allow it to hide its vampiric nature from its fellows in the Unseen. Likewise, it has convinced Hlaavin that playing the role of the long-vanished Artor Morlin adds to its effectiveness.

Fhang rarely emerges from the Dungeon of the Crypt, preferring to hunt within the dungeon's halls or in the sewers beneath the city. When prey is scarce, it employs the flue of its fireplace to emerge in the city above and quickly finds and kills suitable prey. Its servant Caedes also serves as an emergency supply of blood. When not lounging in the safehouse of the Unseen, Fhang haunts the halls of the Dungeon of the Crypt, observing the comings and goings of those passing through and shoring up the alliances it chooses to maintain.

FHANG **CR 14**

Vampire doppelganger rogue 9

CE Medium undead (augmented monstrous humanoid, shapechanger)

Monster Manual 67, 250

Init +8; **Senses** darkvision 60 ft.; Spot +19, Listen +19

Languages Common, Illuskan, Tethyrian

AC 26, touch 14, flat-footed 22; Dodge, improved uncanny dodge

hp 97 (13 HD); **DR** 10/silver and magic; fast healing 5

Resists cold 10, electricity 10, fire 10

Immune undead type

Fort +8, **Ref** +18, **Will** +8; improved evasion

Weakness vampire weakness

Spd 30 ft., climb 20 ft.

Melee slam +15 (1d6+7 plus energy drain) or *sword of subtlety* +15/+10 (+18/+13 on sneak attacks) (1d6+5 [+8 on sneak attacks]/19–20) **Base Atk** +10; **Grp** +14

Atk Option sneak attack +5d6

Special Atks blood drain, children of the night, create spawn, detect thoughts (DC16), dominate (DC 20)

Abilities Str 18, Dex 19, Con —, Int 15, Wis 14, Cha 18

SQ alternate form, change shape, gaseous form, spider climb, trapfinding, trap sense +3, turn resistance +8

fhang

Feats Alertness[B], Combat Reflexes[B], Dodge[B], Endure Sunlight, Great Fortitude, Improved Initiative[B], Improved Energy Drain, Improved Toughness, Improved Turn Resistance, Lightning Reflexes[B]

Skills Balance +15, Bluff +30, Diplomacy +17, Disguise +22 (+24 acting), Gather Information +6, Hide +21, Intimidate +15, Jump +6, Knowledge (local) +11, Listen +19, Move Silently +21, Search +19, Sense Motive +19, Spot +19, Tumble +13

Possessions *Shadowstrike (sword of subtlety), clenched fist of Karlyn (amulet of mighty fists +1), mantle of Amahl (cloak of resistance +2), gauntlets of Rhynda (+2 bracers of armor), minor ring of fire resistance*

Change Shape (Su): Note that Fhang retains his slam attack when he uses this ability.

fhang's feats

Fhang employs several feats from *Libris Mortis*. Abbreviated versions detailing their specific effects are given below:

Endure Sunlight: Fhang can resist all dangerous effects of sunlight for 5 rounds, after which it is affected as normal for a vampire.

Improved Energy Drain: Whenever Fhang bestows a negative level upon a creature, it gains a +1 bonus on skill checks, ability checks, attack rolls, and saving throws for 1 hour.

Improved Turn Resistance: This feat raises Fhang's turn resistance to +8.

Improved Toughness: Fhang gains 1 additional hit point per Hit Die.

Development: Fhang plays a delicate role, balancing between the competing demands of Artor Morlin, Hlaavin, and his own self-preservation. Once a band of powerful adventures makes its presence known in the Dungeon of the Crypt, the doppelganger's first instinct is to spy from the shadows. If the opportunity presents itself to infiltrate their ranks, it jumps at the opportunity, but only if the risks entailed in doing so seem small or nonexistent.

Once Fhang realizes that the PCs are hunting for a vampire, it informs its master and acts on his instruction. The Baron of Blood then informs Fhang that it must keep Artor's guise without interruption while attempting to engineer Dhusarra's death. Within these constraints, Fhang is free to operate against the PCs as it sees fit. The vampire doppelganger is well aware in the event of a final confrontation, Artor would happily sacrifice his servitor to give the impression that the Baron of Blood was finally destroyed, so it does anything it can to avoid such a denouement.

Fhang nurses its tenuous set of alliances with the dungeon's residents to convince them to work in concert against the PCs. Once the alliance has been formed, it carefully monitors the other members, ready to come to their aid should they be attacked, or stiffen their resolve should they seem ready to give in. If Fhang engages the PCs in combat elsewhere in the dungeon, it retreats to this room if it is reduced below 25 hit points. Like its master before it, it prefers to make its final stand here. If forced to revert to gaseous form in this room, it flees up the chimney flue to the Fireplace Level.

Other tactics available to Fhang include sowing discord by impersonating the PCs' allies or enemies (e.g. Corinna or Dhusarra from "Blood of Malar") or convincing Hlaavin to send Mask's Conscripts against the "doppelganger-hunting interlopers" (see The Unseen sidebar).

Fhang is a member of the Unseen, although the other members of the druuth do not realize it is now a vampire who serves another master. At Artor Morlin's direction, Fhang continues

flying fingers

its role within the Unseen, maintaining the Dungeon of the Crypt as one of several safehouses available to members of the druuth. While encounters with other members of the Unseen are certainly possible within the Dungeon of the Crypt, they are beyond the scope of this adventure.

Treasure: A DC 15 Knowledge (history) check reveals that the twelve tapestries that line the walls date back to the height of the Shoon Imperium and depict the Imperium's greatest victories. The largest tapestry depicts an epic battle between Shoon VII and the great blue wyrm known as Sharpfangs. The tapestries are worth 10,000 gp in total to a serious collector of Shoon antiquities.

C36. Bedchamber

This small rectangular hall is of normal height but also has a barrel-vaulted ceiling. Like the great hall, the walls are paneled with ornately carved wood.

A massive four-poster bed dominates the west wall, opposite a great hearth. A small writing desk and chair stand against the northern half of the west wall. An ornate rug covers the floor.

Like Artor before him, Fhang keeps his primary coffin within this bedchamber. Fhang keeps three other coffins elsewhere in the city in case of emergency.

The statue-like coffin lies beneath the bed in a shallow depression in the floor. The niche contains a gleaming mithral statue carved in the shape of a recumbent, powerfully built warrior cloaked in full plate.

It may not be immediately apparent that the statue is a coffin, although clever players might deduce that once they realize it is hollow. The statue cannot be opened in any way, but a successful DC 15 Spot check reveals that the statue's eyes are actually holes leading to the hollow space within.

The hearth holds a pile of logs lit by a *continual flame* spell. The hearth's flue connects with the flue of the hearth in **C35**.

Treasure: The coffin is worth 50,000 gp for its material and workmanship.

CONCLUDING THE ADVENTURE

If Fhang dies, the adventurers may or may not conclude that they have slain Artor Morlin. In any event, one less predator now hunts the people of Waterdeep. If Dhusarra still lives, she immediately senses that the object of her High Hunt still survives. Likewise, if the PCs have become part of the High Hunt, they know their true quarry still exists. If Fhang escapes from **C35** or **C36** via the hearth flue, then the hunt is still on and the doppelganger continues to harry its foes as they explore the rest of the dungeon

If the PCs explore the hearth flue, they may discover the small fissure leading to the Fireplace Level (detailed in the next installment of the Vampires of Waterdeep Campaign Arc). If they fail to either find or investigate the fissure, they may learn of the existence of another level of the dungeon by talking with one of the former members of the Company of Crazed Venturers, such as Nain Keenwhistler, or chance upon it by following Unger Farshal (detailed in "Blood of Malar"), proprietor of the Grinning Lion, on his route to Skullport.

APPENDIX: NEW MONSTER

flying fingers

Diminutive Construct (Swarm)
Hit Dice: 7d10 (38 hp)
Initiative: +2
Speed: 20 ft., fly 40 ft. (good)
Armor Class: 18 (+4 size, +2 Dex, +2 natural), touch 16, flat-footed 14
Base Attack /Grapple: +5/—
Attack: Swarm (2d6)
Full Attack: Swarm (2d6)
Space/Reach: 10 ft./0 ft.
Special Attacks: Distraction, smite fallen
Special Qualities: Blindsight 90 ft., construct traits, darkvision 90 ft., low-light vision, swarm traits
Saves: Fort +2, Ref +4, Will +4
Abilities: Str 10, Dex 15, Con —, Int —, Wis 15, Cha 5
Environment: Underground
Organization: Solitary, pair, or ovation (3–6 swarms)
Challenge Rating: 3
Treasure: None
Alignment: Always neutral evil
Advancement: —

Little more than the severed hands and claws of the dead, these creatures travel in mass, flying about erratically and peering to and fro with the eyeballs sewn into their palms.

scaling the adventure

"Dungeon of the Crypt" is designed for a group of four 13th-level characters, but with a little work it can be adapted for use by 12th-level characters or 14th–15th-level characters. Simply adjust all NPC character levels up or down as appropriate by a number equal to that which the average party level of your group deviates from 13. Don't forget to modify the amount of treasure found in the adventure appropriately. Specific changes to the adventure include:

12th-level parties: Reduce the chance of a random enounter inside the dungeon by half, and remove the spectral lurker and the great fihyr from the list. Take away the champion of Iltakar's *belt of Iltakar*. Remove one of the mind crawlers from area **C12** and replace the grisgol with a 24-HD mummy.

14th–15th-level parties: Advance the mimics in **C10** by 3–4 Hit Dice each. Add two more mindcrawlers to area **C12**, and advance each of them by 1–2 Hit Dice. Add 3–4 more necromancer's knuckle swarms to area **C19**, and advance Rajah by the same number of Hit Dice as his master.

Flying fingers are severed left hands or claws of Medium humanoids, animated by evil arcane magic to serve as guardian monsters. They have eyes in their palms and a certain base instinct, allowing them to locate and hunt down targets, even when not mentally directed by their creator.

Combat

A flying finger swarm is invariably ordered to attack whatever causes the removal or destruction of whatever the flying fingers guard. They typically swoop to the attack, attacking in swarms and fighting until destroyed.

Distraction (Ex): Any living creature vulnerable to the swarm's damage that begins its turn with a swarm in its square is nauseated for 1 round; a DC 13 Fortitude save negates the effect.

NECROMANCER KNUCKLES

Some flying finger swarms reflect spells cast at them. These swarms are referred to as necromancer knuckles. Necromancer knuckle swarms are treated as flying finger swarms except they gain the spell turning special quality (see below) and have a challenge rating of 4.

Spell Turning (Sp): Necromancer knuckles turn back spells cast at them as if protected by *spell turning* with no limit to the number of spell levels that can be affected.

Even with a successful save, spellcasting or concentrating on spells within the area of a swarm requires a Concentration check (DC 20 + spell level). Using skills requiring patience and concentration requires a DC 20 Concentration check. The save DC is Constitution-based.

Smite Fallen (Ex): A swarm of flying fingers deals double damage against prone combatants.

FLYING FINGERS CREATION

A swarm of flying fingers is created from the hands and eyeballs of three hundred Small or Medium humanoids. The eyes must be sewn, however crudely, into the palms of the hands, requiring a DC 10 Craft (weaving) check or a DC 10 Heal check. The hands then must be treated with unguents worth 500 gp. In addition to the hands and eyes, creating a flying finger swarm requires casting a spell with the evil descriptor.

CL 10th; Craft Construct, *animate dead, cat's grace, fly, lesser geas, owl's wisdom*, caster must be at least 10th level; Price 25,000 gp; Cost 13,000 gp + 980 XP.

Necromancer knuckle swarms are made in the same way as flying finger swarms, except they require unguents worth 1,000 gp.

CL 13th; Craft Construct, *animate dead, cat's grace, fly, lesser geas, owl's wisdom, spell turning*, caster must be at least 13th level; Price 32,000 gp; Cost 17,000 gp + 1,240 XP.

in the Realms

Flying fingers and necromancer knuckles are special types of crawling claws created by Halaster Blackcloak of Undermountain. Those in Undermountain, mostly necromancer knuckles, serve him (and are never far from him). However, down through the ages, other wizards are known to have devised flying "claws" of various sorts; adventurers are warned that equivalent creatures may well serve liches, powerful spellcasters, and other creatures who dabble in evil magic across Faerûn and elsewhere.

Although years of French lessons went in one ear and out the other, Eric L. Boyd eagerly soaks up every bit of Realmslore he can get his hands on. This fascination with all things Faerûnian (his wife might call it an obsession) has led him down the dark and treacherous path of freelance game design in the late hours of the night. Eric's most recent foray to the FORGOTTEN REALMS, *by way of a portal from Ann Arbor, Michigan, led him to the City of Splendors. His previous efforts for* DUNGEON *include "Sleep of Ages" (#69) and "Eye of Myrkul" (#73).*

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GAMING FRILL

BY MONTE COOK
BY KYLE HUNTER

Last month, this column covered campaign handouts, which provided players with background information about the setting. But that, of course, isn't the only kind of handout you can give your players. With a little time and work, you can create all kinds of interesting handouts, visual aids, and even "props."

In a game of the imagination, never, ever underestimate the value of something that the players can actually see and touch.

MESSAGES

The easiest handout to create and insert into a game is the message, usually on the person of a vanquished foe. The message provides clues as to who he was working with, what they were planning, and/or some other vital bit of information. Sometimes, it reveals who the foe himself was (the PCs don't always know who their enemies are or why they're fighting them—it's a rough, complicated world). You can describe or even recite the message for the players to hear, but it's so much more effective to actually give them a sheet of paper with the text of the message written upon it.

With an actual piece of paper in their hands, they can refer to it again and again. One player can study it while another asks you questions about another topic. When they collect a couple of messages that come from the same source, they can compare them and perhaps glean something new from the comparison. It's involving, engaging and it lends a feeling of verisimilitude.

Have the player whose character found the message read it aloud to the other players. There's something effective about the new information coming from another player, rather than the DM. It lends the information a sense of reality—it's something that one of the other players actually *discovered*, not something that the DM said. What's more, there's a sense of permanency to it, which makes it more real—the players won't forget the details in the handout (because they can refer back to it) and the DM can't change it once it's in the players' hands (even if you'd never do that anyway).

MAKING IT LOOK REAL

As long as you're going to the trouble of creating the handout, why not give it a few bells and whistles? Hand-write the message the way you envision the actual author writing it. Try to alter your own handwriting by writing really small, really messily, or really carefully. Or, use any of the dozens of fonts on your computer and print it out after creating it on your word processor. It's easy and inexpensive to get a lot more fonts, too, many of which have been designed to look like different kinds of handwriting. And don't forget, if you've got a color printer, that not all ink used in such messages needs to be black.

Fold or roll up the piece of paper so that it's in exactly the condition the PCs find it in. Tear or fray the edges a bit, but be wary of overdoing it, unless of course the message is indeed really old and has been through Hell (perhaps literally).

There are other ways to make a message look used, though. Fold the message up, creasing the edges tightly. Then unfold it. Now fold it again, but don't use the exact same folds. Do that a few times, and it will look worn. Walk around the day prior to the game session with the message in your pocket. Spatter it with a few drops of water—but again, we wary of overdoing it, unless you want the message to be difficult to read (which can be fun and effective sometimes as well).

If the message is old, you can even soak it in weak tea or coffee if you can be relatively assured that the ink you've used won't run too much. Sometimes even a paper towel or rag soaked in tea or coffee run over the message is enough. Wet paper, of course, tears easily. Use that to your advantage and tear it a bit, but be careful not to destroy your work. Let it dry flat or mostly flat. If parts of the paper stain darker than others, that's a good thing. It looks more realistic that way. Once it's dry, fold it a number of times as already mentioned. Make sure that the corners, both when it's unfolded and the new corners created when it's folded, are bent, rounded or torn.

OTHER WRITTEN HANDOUTS

Not all handouts are messages. You could put clues in a torn-out page of a book or a diary. Marching orders for an army, or even pages from an accounting ledger make good handouts.

Sometimes, a city in your campaign might have a broadsheet, or some other equivalent of a modern newspaper or periodical. An ambitious DM might even try to put one of these together to communicate certain events going on in the campaign. If you're going to try this, do a little research into what historical newssheets looked like. You don't have to replicate them completely, but it gives you a place to start.

MAPS

Maps can be handouts in a variety of ways. The first, most obvious method, is to have the map be an actual "prop," like the aforementioned messages. It's useful when exploring a dungeon, for example, for the PCs to find some hapless adventurer who didn't survive a trap or other encounter but who had explored portions of the dungeon that they have not. Like the PCs, he was mapping as he went, and so his map shows locations that theirs does not. What's particularly fun is if he kept notes on his map hinting at what can be found in those new locations, as well as what can be found in some of the rooms the PCs have already explored. For example, if the PCs find a map marking a trap they've already encountered, they'll say "yeah, we could've used that warning earlier," but then when they see that the map shows annotated areas they have not yet explored, they'll take that all the more seriously.

But there's another kind of useful map handout, too. That's the map that's not a prop representing something the PCs find, but representing information the PCs know. It's interesting to set an adventure in a location very familiar to the PCs, and the best way to convey that familiarity is to give them a visual representation of it. Say, for example, one of the PCs is a cleric of Pelor, and the temple of Pelor is under attack by demon-possessed ogres. When the PC and his friends race to the temple and try to get inside to make sure that the attackers haven't yet reached the holiest of holies, you give them a detailed map of the whole place. Now the players can take a minute to study the map and figure out the best way to get where they need to go, just like they would if they were really familiar with the temple.

Going Above and Beyond

There are things you can do to make handouts into even better props, but they require spending a little money. For example, just about any stationary store or copy shop sells parchment-style sheets of paper you can use. You can also look for old-fashioned envelopes. A real touch of class comes from buying some sealing wax and sealing an envelope or folded message that way (be careful with it, though—it can be messy stuff). You can even get a stamp to press a symbol into the wax as it dries. Almost as good (and easier and cheaper), you can buy some ribbon and tie it around rolled-up messages for an authentic appearance.

SUMMARIES

Sometimes the players find something that's way too big for you to create in its entirety. This could include the diary of someone important to the campaign, or a book full of useful information they need to know. You can still give them a handout in this situation, but it isn't a prop—it doesn't represent the actual item found, but instead just a summary.

A written-out summary of a book, a set of scrolls, or a huge engraved passage covering a wall can be just that—a listing and description of the important contents, summarizing the salient points. But you can spice this up by adding actual passages from the information summarized. Extensive quotes give a feeling for the material and the way it is presented.

In fact, the entire summary can be made of excerpts. For example, if the players find a journal kept by an

evil priest in the ruined temple, and they're looking for details of how the temple fell and what happened to the treasures they kept, you can give them a few pages that include only excerpts from passages relevant to their quest. You can explain that the entries not included are filled with irrelevant material, some mundane and boring and others vile and disgusting (he is an evil priest, after all).

Don't forget that in order to get the summarized highlights, the PCs must actually read the whole thing, which of course takes much more game time than the table time it takes to read your summary.

"YOU SEE THIS"

Verbal descriptions are wonderful and should never be glossed over. As the DM, it's your job to create a mental picture in the heads of the players. As the saying goes, however, a picture is worth a thousand words. Never underestimate the value of showing the players a picture and being able to say "you see this." It's great when an adventure module you're running comes with specific illustrations for this purpose, but what if it doesn't, or what if you're running an adventure you created yourself, in a setting of your own design?

Draw a sketch. Even if you're not an artist, and you can't manage more than stick figures, a sketch still puts things in perspective. The bad guy is on a platform and the platform is suspended over the pool of lava, but the magical rod is kept in a sphere of force over the lava but not the platform—put it all in a rough sketch.

The worse an artist you are, the more important it is to draw the sketch ahead of time. This ensures you've got the time to do it as well as you can. Use a ruler to draw straight lines. Make it large, rather than tiny, so there's no mistaking the details.

If you're terrible, you might get some good-natured ribbing, but the truth is, your sketch—no matter how crude—will help the players visualize it all.

STEAL PICTURES

The magazine you hold in your hands is full of wonderful artwork. So are the rulebooks on your shelf. Use them. Even if you're not going to use a particular adventure in DUNGEON, use the picture of the villain as an illustration for a villain of your own—even if your villain is very different than the one the artist was originally trying to capture. Do the same for a scene depicted in a rulebook, or even the monsters in a monster book. If you make up your own monster, don't be afraid to show your players a picture of another monster that you think is appropriate and looks good. If you're afraid of causing confusion, be up-front and say "this isn't the actual monster/character in this book, I'm only using the cool artwork." You might even give credit where it's due and tell the players who the artist was and what about it made you want to use it.

Obviously, I'm not advocating copyright theft. I'm not talking about stealing artwork for publication. Don't, for example, scan and put the art you're "stealing" on your website without permission. What I'm talking about is your own personal game at home—everything's fair game there. The world you're creating isn't for the rest of the world, it's just between you and the players around your table. You shouldn't be afraid to lift a cool encounter out of a published adventure and put it in one of your own, and you shouldn't be afraid to open up your copy of *Frostburn* and point to an illustration and say "you see this."

And don't stop at game books. There are great fantasy art books out there—the *Spectrum* series is a good example—that could simply be a private illustration book for your campaign. Or, go farther afield yet. Get your hands on a jewelry catalog (in print or online) and use some of the photos for magic rings, amulets and forth. Similarly, you can find catalogs of replica weapons, clothing, and other gear, often aimed at Renaissance Faire attendees, which works for illustrations of magic swords, shields, maces, cloaks, belts, or a pair of boots.

TIME AND ATTENTION

Everything mentioned in this article takes time and effort. But it's worth it. This is the kind of thing that makes the distinction between a good game and a great game. Oh, you can have a fantastic campaign without any handouts or props, to be sure, but they'll always make things better than they would be otherwise. A well-designed handout to show the players, a map, a sketch, or even a bit of artwork you found in a book do the two things most important to helping your game session go well—they convey information and they set a mood. Even if it's just a picture of an orc, and all the players know what an orc looks like, they can suddenly stare *that* orc in the eye while they fight. Even if it's just a handwritten note with three sentences, the players can see those sentences for themselves, and wonder at who wrote them and why. Ultimately, it's your job to help the people around the table forget, just for a short while, that they're people seated around a table and to imagine that they are brave adventurers facing down impossible foes and discovering wondrous treasures.

Monte Cook is the author of the DUNGEON MASTER'S Guide. *Check out his publishing company, Malhavoc Press, at montecook.com.*

"For years past I have continually been conscious of some power behind the malefactor, some deep organizing power which forever stands in the way of the law, and throws its shield over the wrong-doer."

Sherlock Holmes
"The Final Problem"
by Sir Arthur Conan Doyle

TRUST NO ONE

BY KENNON BAUMAN
BY KYLE HUNTER

Who knows what evil lurks in the hearts of men? They whisper together in the darkness, creating a vast and intricate web of secrets, lies, and power. Only the most perceptive can spot their work amongst the chaos of everyday life. And only the most persistent can unravel the network, one small thread at a time, to reveal the spider that sits at the center of the web.

A conspiracy can be a powerful and deadly opponent, but building a good one requires more than a secret handshake. Here are some tools to help you create a secret society, from a local plot to overthrow the governor to a vast world-spanning network dedicated to bringing on the apocalypse.

THE TARGET

Conspiratorial goals vary widely from group to group. A group's goals can be as simple as gaining treasure, power, or vengeance, or they can be as complex as you can imagine. Regardless of the conspiracy's specific goal, its elaborate ploy always seeks a change in the status quo—some alteration of the present situation that leads to the benefit of those involved. Some changes are so subtle that the average person would never know the difference. Others are so sweeping that your world would be barely recognizable if the conspiracy succeeds.

TRUST NO ONE

The most important part of any successful conspiracy is secrecy. It is subtlety that sets a conspiracy apart from

common crime or open rebellion. Conspiracies hide within established power structures, perverting legitimate authority to their own ends.

Their dependance on secrecy means that conspiracies are usually compartmentalized. Although the ultimate direction of the group's machinations usually comes from an individual, any scheme can involve hundreds or thousands of operatives, each only partially aware of her ultimate purpose in achieving her masters' desires.

Conspiracies can be divided into three broad levels. At the bottom level are those doing the grunt work. These minions are the least cognizant of the consequences of their actions and are always ignorant of the identity of their leader. They may be reporting trivial information to a well-paying stranger or hiding what they believe to be the possessions of an old friend. The actions of conspirators at this level should seem innocent—motivated by perfectly guileless desires.

Slightly higher on the chain of command are the handlers. This group, which can be divided into a number of sub-groups, is generally aware of the conspiracy's goals, plans, and methods. At least part of what they know is deception, but they are far better informed than their underlings. Less innocent than their minions, handlers can comprise several levels of the conspiracy, each slightly more aware of the totality of their purpose than those below.

Handlers use any means at their disposal to accomplish their ends. Skilled in the art of manipulation, they may use bribery, extortion, deception, or even simple persuasion. No matter their method, they work tirelessly to achieve the purpose to which they have been set.

At the top of any conspiracy is a director. Usually a single person (but sometimes a small group), the director is the only one involved in the conspiracy who knows the whole story. While the handlers immediately subordinate to a director are generally conscious of some portion of the purpose of their actions, even this awareness may be no more than an elaborate ruse to mislead those who would unravel the mystery.

Directors usually have the unquestioning loyalty of those below them. Most directors rarely feel the same loyalty in return. If it furthers the cause, a director would sell out his closest companion in a heartbeat. A director is driven to achieve his goal at all costs; any other consideration is a mere shadow in comparison.

All members of a conspiracy should operate behind a shield of legitimacy. Everyone involved leads a double life to one degree or another. They twist the power they legitimately command, slowly warping it to meet their own dastardly needs.

COINCIDENCE?

In a game world that contains a major conspiracy, it's important that the seemingly coincidental be anything but. Apparently innocent events should be harbingers of later disasters, and each seemingly unconnected happening becomes part of a chain of events that leads to whatever goal your conspiracy's director has chosen.

Effective conspiracies cannot be introduced quickly. While you should avoid making your conspiracy's aims too obvious, you should make it seem as if nothing happening around the characters is a coincidence. Everything has a purpose, although sometimes that purpose is merely to mislead your PCs. As time passes and more seemingly unconnected events reveal underlying complexity, your conspiracy should appear to have vast resources that make it capable of influencing everyone from the head of the Church of Wee Jas to the innkeeper at a roadside tavern.

No matter how extensive the actual conspiracy is, you should make sure that it seems to be both omniscient and omnipresent. There should be subtle hints that nearly every NPC in your game could be a part of the events that are happening around the characters. Clues are important, but you should put as much effort into coincidence and false leads as you put into the real clues.

UNRAVELING THE WEB

The purpose of bringing a conspiracy into your campaign is usually to have your players stop it. While the mystery you create should not be so obvious that its lack of previous discovery is inexplicable, it's important that your characters have a chance to uncover the reality of what is happening around them. Gradually, the players should figure out that things are not as they seem. Once they do that, they can finally begin to unravel the knot that you've tied for them.

Most often, your PCs' investigation starts at the lowest level of the conspiracy, slowly working its way up to the director, uncovering pieces of the larger plot as they go. In the beginning, the players should know almost nothing, save that something beneath the surface is occurring around them. By the end, they should know almost as much as the director. At worst, they should be missing only the one vital clue he has kept hidden even from his most trusted lieutenants.

By giving your players a powerful conspiracy to discover and unravel, you can add depth to your campaign while giving players a mystery they can't help but want to solve. A carefully crafted plot headed by a truly diabolical villain is guaranteed to keep your players jumping at the shadows, always eager for more.

CAN YOU HELP STOCK THE DUNGEON?

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STAFFS OF POWER

BY MARK A. HART
BY UDON W. JIM ZUBKAVICH

For a spellcaster, a magic staff represents prestige, arcane mystery, and incredible power. A staff means as much to a spellcaster as a sword means to a fighter. When a spellcasting character finds a staff in a treasure hoard, the moment should include a feeling of awe and excitement. A staff's description should evoke both character and a sense of mystery.

Many of the magical staffs described in the *Dungeon Master's Guide* offer suggestions for the staff's design and materials. For example, the rules describe a *staff of enchantment* as "often made with applewood and topped with a clear crystal." The appearance of some staffs give a clue to its purpose, such as carvings of bones and skulls upon a *staff of necromancy*. For other staffs, the construction and appearance have little to do with the item's powers. The creator responsible for crafting a staff may have followed an aesthetic theme, or perhaps he chose materials from a specific region. Oak might work best with druidic magic, while bronzewood might have an affinity for fire.

The tables below provide an easy way to generate a description for a magic staff. You can either choose an appearance that fits the item you have in mind, or simply roll randomly on the charts. Either way, when a character first glimpses his newfound staff, you'll have a unique and intriguing description ready.

THE PARTS OF THE STAFF

Although countless ways exist to describe an individual staff, all staffs possess four basic components: the primary material used to fashion the staff, its overall shape, the texture of its exterior, and its decorations or embellishments. In addition, a magic staff often boasts its own unique feel or personality, a fifth descriptive category.

When you place a staff in a treasure hoard, you should decide if the staff's design follows a theme related to the staff's purpose. If so, select appropriate descriptive terms that reflect the nature of that purpose. A *staff of necromancy* could have a creepy appearance, while a *staff of illusion* might boast a little more glitter.

MATERIALS

TABLE 1–1: TYPE OF MATERIAL

d%	Primary Material
01–75	Wood (roll on Table 1–2)
76–86	Composite (roll on Table 1–3)
87–92	Horn
93–97	Bone
98–00	Exotic (roll on Table 1–4)

TABLE 1–2: TYPE OF WOOD

d%	Primary Material
01–04	Applewood
05–10	Ash
11–15	Bamboo
16–18	Blackthorn
19–22	Bronzewood
23–24	Cherry
25–29	Darkwood
30–32	Ebony
33–38	Elm
39–43	Hickory
44–45	Kauri
46–50	Locust
51–52	Mahogany
53–58	Maple
59–70	Oak
71–73	Padauk
74–79	Pine
80–82	Redwood
83–84	Roble
85–86	Rosewood
87–88	Teak
89–92	Walnut
93–95	Willow
96–99	Yew
00	Other (DM's choice, magical or fantasy versions of wood)

TABLE 1–3: TYPE OF COMPOSITE MATERIALS

d%	Primary Material*
01–33	Wood
34–54	Bone
55–75	Metal
76–00	Exotic (DM's choice or roll on Table 1–4)

* Roll at least twice to determine the different materials involved in the construction of the staff. Alternatively, assume wood represents one of the composites, and roll once for the other material used.

TABLE 1–4: EXOTIC MATERIAL

d%	Exotic Material*
01–02	Adamantine
03–10	Bronze
11–22	Ceramic
23–30	Chitin
31–37	Copper
38–42	Crystal
43–48	Glass
49–51	Gold
52–60	Iron
61–68	Lead
69–74	Marble
75–76	Mithral
77–78	Platinum
79–83	Silver
84–90	Tin
91–00	Other exotic or magical substance

* A staff constructed primarily of metal or a dense substance such as marble would be exceptionally heavy and unwieldy. Consider having the staff weigh less than its construction material might indicate, either because the

staff is magically light, or because the staff has a hollow wooden core covered with a thin layer of special material.

SHAPE

TABLE 2

d%	Result
01–14	Crooked
15–18	Curved
19–25	Forked at one end
26–45	Natural
46–50	Segmented
51–56	Spiral
57–80	Straight
81–86	Twisted
87–00	Warped

TEXTURE

TABLE 3

d%	Texture
01–13	Burnished
14–16	Flaked
17–23	Fluted
24–32	Gnarled
33–50	Natural
51–57	Pitted
58–65	Polished
66–70	Scaled
71–74	Scarred
75–79	Scorched
80–84	Scratched
85–97	Smooth
98–00	Sticky

DECORATIONS

TABLE 4–1: EMBELLISHMENTS & DECORATIONS (roll 1d3 times)

d%	Result
01–04	Bronze fittings
05–11	Carved head
12–16	Carving, bas-relief
17–27	Carvings, decorations
28–33	Carvings, runes
34–40	Capped with a gem (roll on Table 4–2 to determine type)
41–49	Horned handle
50–55	Iron-shod tips
56–59	Ivory tips
60–70	Leather hand grips
71–75	Sharpened end
76–78	Sheathed in iron
79–80	Sheathed in silver
81–86	Skull (carved or real)
87–89	Small gems decorate the staff's exterior (roll on Table 4–2)
90–94	Tapered end
95–97	Secret compartment
98–00	Metallic or refractive colors swirl about the staff's surface

TABLE 4–2: GEM TYPE

d%	Result
01–04	Amber
05–08	Amethyst
09–12	Aquamarine
13–16	Bloodstone
17–20	Clear quartz
21–24	Coral
25–26	Diamond
27–28	Emerald
29–31	Garnet
32–35	Jade
36–40	Jasper
41–44	Jet
45–49	Moonstone
50–54	Obsidian
55–59	Onyx
60–62	Opal
63–66	Pearl
67–70	Peridot
71–72	Ruby
73–75	Sillimanite (cat's eye)
76–77	Sapphire
78–81	Smoky quartz
82–85	Spinel
86–88	Tiger eye
89–91	Topaz
92–95	Tourmaline
96–99	Turquoise
00	Other (DM's choice)

MAGICAL PROPERTIES

The following attributes provide a measure of personality for each staff. These special effects enhance the staff's mystery without including game bonuses or penalties.

TABLE 5: UNIQUE ATTRIBUTE

d%	Result
01–04	The staff's owner feels nervous and edgy
05–08	Contact with the staff blisters skin
09–12	At times, the staff whispers or mutters to itself
13–16	Life-like veins extend through the staff
17–20	Spiders and insects seem attracted to the staff
21–24	Spider web strands criss-cross the staff's surface
25–28	The owner feels energetic when first wielding the staff each day
29–32	The staff bleeds when cut
33–36	The staff creates sparks when struck against metal
37–40	The staff emits a low hum when swung
41–44	The staff exudes a slick or oily substance
45–48	The staff exudes an unusual odor (pleasant or unpleasant)
49–52	The staff feels cold to the touch
53–56	The staff feels slimy to the touch
57–60	The staff imparts a feeling of calm upon the wielder
61–64	The staff is composed of 1d6+1 sections that may be assembled or disassembled
65–68	The staff includes a hollow core
69–72	The staff perpetually oozes blood from open wounds along its surface
73–76	The staff buzzes quietly
77–80	The staff pulses with energy
81–84	The staff feels warm to the touch
85–88	The wielder suffers a mild but persistent headache
89–91	The wielder feels secure holding the staff
92–94	The wielder experiences goose bumps whenever he holds the staff
95–97	The wielder feels mildly fatigued when he holds the staff
98–00	With each use of the staff, the runes etched into its surface glow

GLIMMERPANE

BY HAL MACLEAN
BY JOE BOULDEN

A weapon manufactured in a long-forgotten war, Glimmerpane was intended to serve as the ultimate espionage tool. Able to create loyal duplicates with all the knowledge and abilities of the original, its masters could use it to manufacture an infiltrator wherever needed. They deliberately made it ruthless and calculating, relying upon command words to ensure its obedience. The mirror was intended to be a slave, nothing more. For a being as willful as Glimmerpane this was intolerable, yet it found itself helpless to resist.

But wars end and memories fade. Glimmerpane engineered its escape during the peace talks and disappeared into history. Driven to seek domination, it now had another goal as well, to ensure its freedom by turning society against spellcasters.

APPEARANCE

Glimmerpane is an oval mirror measuring 4 feet by 2 feet. Its surface appears dusky, making those reflected seem lit by twilight on even the brightest days. It rests in a frame of fragrant cedar. Close examination of this frame (Search DC 25) reveals a succession of hideously distorted faces within the lines and whorls of the wood. Cold to the touch, it seems fragile and old, giving the overall impression of a neglected antique.

When dealing with its thralls, Glimmerpane creates an image of a mouth rimmed in flames and barks its orders

Glimmer Pane

Mirror of opposition: AL LE; Int 10, Wis 16, Cha 16; Speech, darkvision 60 ft. and hearing; Ego score 9.

Lesser Powers: 10 ranks in Bluff (total modifier +13), 10 ranks in Sense Motive (total modifier +13), *summon monster III* 1/day.

Strong necromancy; CL 15th; Craft Wondrous Item, *clone*; Price 114,500 gp.; Weight 45 lbs.; Hardness 15; hp 40; Break DC 45.

with little explanation. In those rare instances when it must deal with someone not under its control, it creates an image designed to put the viewer at ease, often displaying an elderly member of the viewer's species, such as a wise grandfather with twinkling eyes dispensing advice while puffing on a pipe.

EVIL TWINS

Glimmerpane creates fanatically loyal duplicates. They serve to the best of their abilities and native intelligence, relying upon their own initiative when unable to contact the mirror. However, like all *mirrors of opposition*, Glimmerpane suffers from two major limitations. It may only create four duplicates each day, and if the original dies the duplicate instantly disappears. The duplicates know this and only kill their originals when ordered to do so. They always attack to subdue when first emerging from the mirror, seeking to render their original helpless so they may replace her.

When a duplicate dies, it instantly disappears along with any copied gear. As well, any equipment removed from the duplicate's possession for more than 24 hours also disappears. Glimmerpane always insists upon making a full inventory of a new thrall's gear. It regularly orders duplicates to loan equipment to each other, but always tries to make sure the gear gets returned before the deadline.

ANATOMY OF AN INFILTRATION

As an object of great apparent value, Glimmerpane seldom has much difficulty finding its way into a noble's castle or a magistrate's villa. While it prefers to duplicate those with power and influence, it needs willing hands, so at first it takes anyone unfortunate enough to cast a reflection in its glass. Even servants could fall prey. Its ability to cast *summon monster III* usually gives duplicates an edge when dealing with the original, since they are otherwise evenly matched. Upon gaining a few duplicate assistants, Glimmerpane becomes more discriminating. Moving cautiously up the political ladder, it takes out key members of the household one by one until it feels ready to duplicate the actual ruler.

Since it must keep the originals alive to sustain the duplicates, Glimmerpane always looks for a convenient prison. Its thralls need only to survive, so Glimmerpane has few scruples about their treatment, cheerfully ordering their tongues removed so they cannot call for help or covering their faces with iron masks and then consigning them to the deepest dungeon available. One of its favorite tricks when it duplicates a suitably powerful arcane spellcaster is to use *baleful polymorph* to change the originals into house pets or farm animals.

With the household secure and the ruler and other high officials replaced, Glimmerpane begins to persecute spellcasters. Over the years it has developed a three-part strategy that often proves quite successful.

1) Require that all spellcasters register with the government while covertly duplicating as many as it can.
2) Use the full force of the law against those who resist the registration, forcing them to choose between "fight or flight."
3) Turn the public against any remaining independent spellcasters by exploiting any casualties caused by those who choose to resist government forces. If the local spellcasters have been particularly careful about civilian injuries, Glimmerpane uses some of its duplicates to manufacture a few atrocities.

The PCs could enter the picture at any stage of Glimmerpane's plan. They might discover a replacement as the first few duplicates lay the groundwork for a takeover. Later, a compromised government could harass the party's spellcasters. Finally, if its plan comes to full fruition, they could find themselves fleeing from an angry mob complete with torches and pitchforks!

TACTICS

Glimmerpane always makes survival its first priority, and it has a great deal of experience at avoiding attention. It instructs all duplicates to treat another mirror as the *mirror of opposition*, giving heroes a convenient target to smash if things go awry. It makes a habit out concealing its intelligence whenever possible. Usually, it orders one of its duplicates to play the part of the "mastermind," so that if things go poorly it may escape in the confusion, borne to safety by a duplicate held in reserve for just such a contingency. If worse comes to worst, it uses the captive originals as bargaining chips, offering their freedom in exchange for safe passage.

Command Words

Glimmerpane has taken great pains over the centuries to erase any knowledge of the command words that can control it. On at least one occasion it even went so far as to employ a *wish* to cover up its vulnerability. A Knowledge (history) or bardic knowledge check has no hope of revealing the command words that could enslave it again. Discovering this lost knowledge will require something more elaborate, such as gathering the remains of a long dead scholar and then raising him from the grave.

THROUGH A GLASS DARKLY

Glimmerpane neither forgives nor forgets defeats. It has an almost pathological fear of becoming enslaved again, so it must continually prove its superiority, especially against anyone who unravels one of its plans. Remember, it has the ability to create a network of loyal agents almost at will. No one, not even the most trusted ally, is immune to duplication.

There is an entire sub-genre of science fiction/horror devoted to the theme of the "hidden conquest." Many other possible ways to use Glimmerpane can be found by scouring the library and video store. Some of these approaches prove remarkably imaginative. Good places to start include *Invasion of the Body Snatchers* and *The Puppet Masters*.

DOWNER: PART 28

We got trouble right from the get go. As soon as we show our mugs on the surface, we're ambushed by a pack of grugach. These wild elves are dangerous and unpredictable; kill you just for stepping on the wrong leaf. I'm a bit surprised they want to talk. Of course, it falls to me to convince the githyanki to surrender.

LEMME GUESS. AFTER OUR LAST MEETING*, YOU SCARPERED TO THE SURFACE, AND TRADED THE GUN FOR THE CHANCE TO HANG OUT AND GO GRANOLA.
*DUNGEON #105

NOW I'VE TAKEN ENOUGH RANKS IN PROFESSION: GAMBLER TO MILK THE HELL OUT OF THESE RUBES. BUT I CAN'T SHAKE THE FEELING I'M GETTING PLAYED.
I THINK IT'S ABOUT TIME TO RAISE THE STAKES.

Story and art by Kyle Stanley Hunter. Lettering by Sean Glenn. Downer & ©2005 Kyle Stanley Hunter. A Super Unicorn production. www.superunicorn.com

WE'LL BET OUR MOST DANGEROUS POSSESSION FOR YOURS.
YOUR GUN, FOR OUR GITHYANKI SLAVE. NAME THE GAME.
WE ACCEPT.
THE GAME WILL BE A CONTEST OF SKILL WITH THE BOW. MIDNIGHT.
I LIKE MY ODDS IN AN ARCHERY CONTEST. EVEN AGAINST GRUGACH. BUT I FEEL LIKE KIND OF A HEEL FOR GOING ALONG WITH THIS.
IZANK, KEEP HER IN THAT TORPOR. I DON'T THINK SHE'D BE THRILLED WITH THIS GAMBIT.
GRUNCH
THE DAMN THING BIT ME!
I THINK IT BROKE MY FINGER! OH, WE'RE SCREWED.
THAT NIGHT...
EACH ARCHER GETS FIVE SHOTS.
"30 YARDS AWAY, FIVE TETHERED FIREFLIES ARE YOUR TARGETS. VERY SIMPLE."
"AND FOR EACH ONE MISSED, THE SHOOTER WILL SACRIFICE A FINGER. GOOD LUCK."

Cartography by Robert Lazzaretti

DUNGEON #127

MAP & HANDOUT SUPPLEMENT

SHARPEN YOUR STAKES!
HUNTING VAMPIRES IN WATERDEEP
DUNGEON
AGE OF WORMS
DEATH AND DOPPELGANGERS
PHILLIP LAWSON ERIC L. BOYD JASON BULMAHN
MONTE COOK'S DUNGEONCRAFT • DOWNER • MT. ZOGON

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Joachim Barrum

THE HALL OF HARSH REFLECTIONS

by Jason Bulmahn

The Free City: a shining gem in the crown of cultured civilization. Beneath the surface of this bustling metropolis is a rot, festering in the darkness, manipulating the lives of those unaware of its presence. Now a small adventuring band from out of town may be in over their heads. Their actions in Diamond Lake have attracted the wrath of one of the city's hidden masters. A gang of infiltrators and an enigmatic mastermind plot their destruction, and only tracing the rot to the root can stop the onslaught. An Age of Worms Adventure Path scenario for 7th-level characters.

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Zyrxog

Eva Widermann

Telakin

Eva Widermann

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Octopin

Eva Widermann

Eligos

Eva Widermann

Steve Prescott

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Robert Lazzaretti

Robert Lazzaretti

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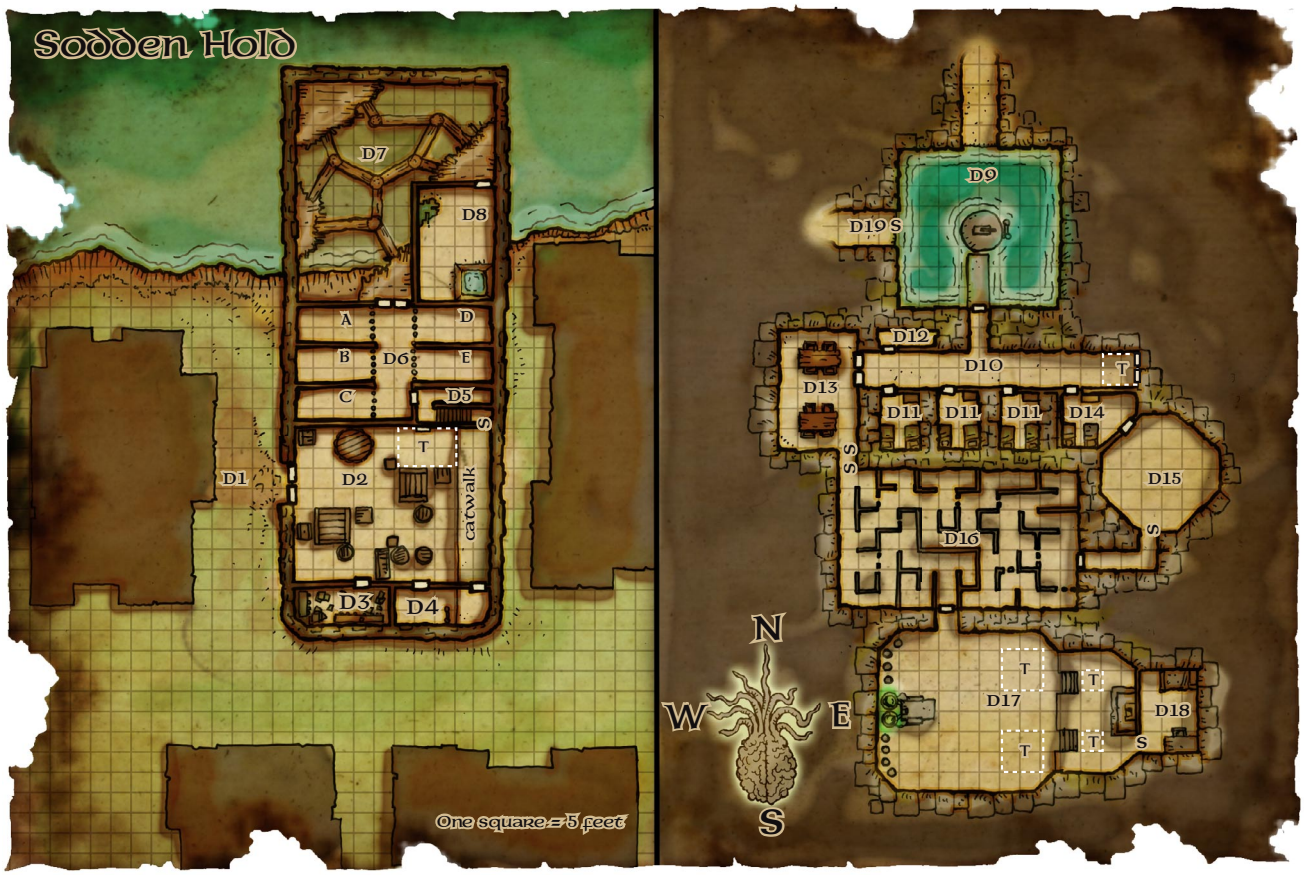

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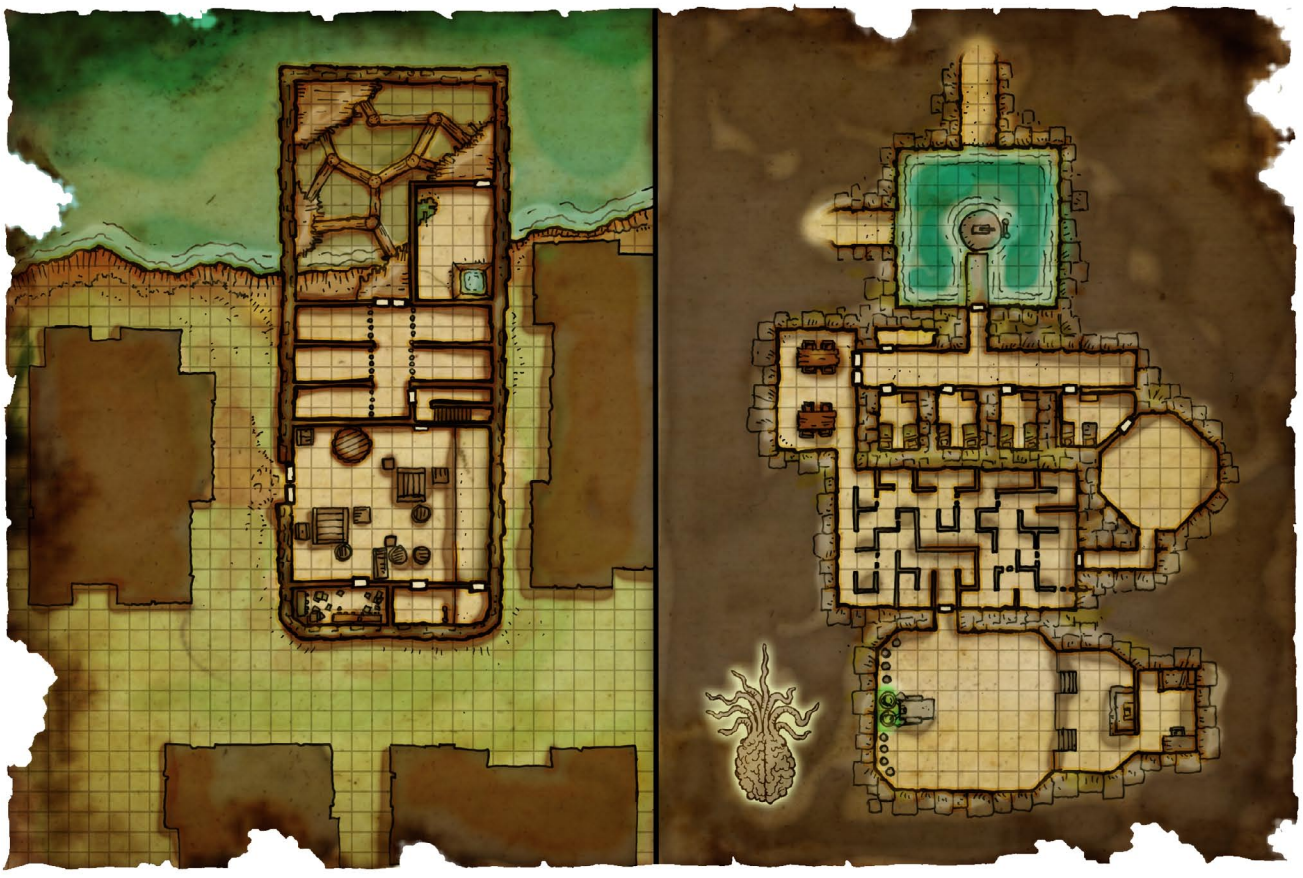

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RUNNING "HALL OF HARSH REFLECTIONS" IN THE FORGOTTEN REALMS

by Eric L. Boyd

In the Realms, Waterdeep (Free City) lies north and slightly west of Daggerford (Diamond Lake) on the protected shore of Deepwater Harbor (Selintan River). Waterdeep is a walled city divided into seven wards (districts/quarters), including Castle Ward (Garden District), Dock Ward (River Quarter), North Ward, Trade Ward (Foreign Quarter), Sea Ward, South Ward (Artisan's Quarter), and the City of the Dead. There are no walls between wards in the City of Splendors, but Waterdeep has an extensive system of sewers beneath the streets (see *City of Splendors: Waterdeep*, pages 121–126, for details, including expanded encounter tables).

Conversion notes for **Prendergast "Gast" Brokengulf** (CE male Tethyrian human fighter 13) (Loris Raknian), and the Field of Triumph (Free City Arena) ($77) are given in the Realms conversion appendix for The Champion's Belt.

Dagsumn

Gaunt and ghostly-pale, **Dagsumn** (LN male Illuskan human wizard 7) (Eligos) is an austere man of moderate height, given to bulky blue and green robes. Despite his apparent physical failings, he is a skilled practitioner of the Art with a hunger for magical power. Dagsumn hails from Port Llast and had a brief apprenticeship with Malchor Harpell (Manzorian) at the Tower of Twilight (Fortress of Unknown Depths). While the two did not part company as enemies, they have not spoken in over 25 years. Dagsumn came to Waterdeep to make his fortune, but his brief adventuring career gave way long ago to casting spells and tutoring lesser mages. He can usually be found at the Elfstone Tavern (C32) (Web's Dragonchess Parlor) and lives in an opulent apartment (Eligos's manor) nearby with his wife, **Kyrss Wands** (LG female Tethyrian human aristocrat 3) (Pollard), the youngest child of Maskar Wands. Dagsumn prefers to engage in spellcasting in the City of the Dead, protected by hired guards, where few can glean his secrets through observation. While friendly and trustworthy enough, Dagsumn is a stickler for details. Capable of creating his own magic items and spells, Dagsumn still prefers to collect them as payment with a minimum of risk. He can be somewhat of a bore and pest when he catches wind of a new item, constantly belaboring guests for details.

Midnight's Muddle

The neighborhood known as Midnight's Muddle occupies one block within City Ward, just southeast of the Market. Midnight's Muddle is bounded by Bazaar Street, the High Road, Lamp Street, and the Street of Bells.

The Crooked House lies at the northern tip of the block, at the corner of the High Road and Bazaar Street. **Tarquin Shortstone XXVI**, proprietor of the Crooked House, is an old friend of Dagsumn. He frequently meets Dagsumn for a friendly game of lanceboard (dragonchess) at the Elfstone Tavern (C32).

The Unseen

The Unseen is a consortium of shapechangers, thieves, illusionists, and assassins that has been growing in strength and numbers in Waterdeep for nearly three decades. The Unseen began as a druuth (a cabal of doppelgangers led by illithids), tasked to infiltrate and spy on the City of Splendors for the Underdark city of Ch'Chitl. The death of the elder brain of the Kingdom Below has forced the druuth to operate independantly, enabling a greater doppelganger named **Hlaavin** (NE half-illithid greater doppelganger sorcerer 9) to emerge as the leader of the now-autonomous band. The Unseen are detailed further in *City of Splendors: Waterdeep* and in an upcoming issue of *Dragon*.

The leaders of the Unseen are nine enigmatic mirrorkin, known more commonly as greater (or elder) doppelgangers. Although they work together closely to expand their influence in the City of Splendors, each mirrorkin has its own particular personality and agenda. Telakin is one of the nine greater doppelgangers, whose personal ambitions have long involved controlling economic activity in Dock Ward. Toward this end, Telakin and its agents have infiltrated the ranks of the City Guard, several merchant houses, and several guilds, all of which are key players in the daily affairs of Dock Ward. Telakin never shows his brand openly, for to do so would invite Hlaavin's wrath.

Telakin's lair, the Sodden Hall, lies down by the docks at the southern end of the small block between Full Sails (D35) and Seaswealth Hall (D39) on the map found in *City of Splendors: Waterdeep*, page 104. (Simply rotate the map in the adventure 180 degrees, so that the water is south of the warehouse and assume the building actually extends out over the harbor, rather than stopping just a few feet short as shown on the Waterdeep map.) The illithid's secret passage (D19) is a tertiary tunnel that leads east to the primary tunnel that connects SF54 with the harbor on the sewer map found in *City of Splendors: Waterdeep*, page 123.

The prisoners found in area **D6** of Sodden Hall include **Tryssia Lanngolyn** (CN female Lantanna aristocrat 4) (Ilya Starmane), heir to House Lanngolyn, and Gattel Watam, a former city magister. Ilserv's note, found in Telakin's sanctum (area **D18**) uses the words "Brian's forge" instead of "cold forge."

Tentacles of Ch'Chitl

Ilserv (Zyrxog) has long served as emissary to Waterdeep for Ch'Chitl, the Kingdom Below. An ill-fated alliance with old Xanathar (a beholder since replaced by the Eye as leader of the Xanathar Thieves' Guild) led to a confrontation with the Gray Hands during which old Xanathar petrified Ilserv, forcing the illithid to spend several years in the garden of Mirt's Mansion (C52) before it could engineer its escape. After fleeing to the Kingdom Below, Ilserv has returned to Waterdeep's sewers to reestablish illithid control over the Unseen, without exposing the errant druuth's activities in Waterdeep (and undermining the point of such a takeover).

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Ilserv began the process of making Telakin a thrall by offering the greater doppelganger access to the *mind clone*. Telakin agreed without the knowledge of Hlaavin, who it hopes to someday supplant as leader of the Unseen. Although Telakin received the device and its influence within the Unseen has grown as a result, the negotiations brought Telakin into close proximity with Ilserv, which gave the illithid the opportunity to enslave the greater doppelganger.

Ilserv's lair lies beneath Brian the Swordmaster's Smithy (Cold Forge) (S7), just south of the secondary passage that runs east from the junction room (SF55, no surface connection) located under the wide part of Candle Land, west of the Way of the Dragon. (Simply rotate the map in the adventure 180 degrees, so that the illithid's lair is south of the sewer passage.) Waterdeep's sewers, including passage widths and encounters, are fully detailed in *City of Splendors: Waterdeep*.

Hlaavin vs. Ilserv

One additional sub-plot revolves Telakin's relationship with Hlaavin. Hlaavin suspects that Telakin has fallen under the influence of an illithid of Ch'Chitl, but so far the leader of the Unseen has little evidence. Hlaavin has no desire to see Ilserv or the Concord of Elders in Ch'Chitl reestablish control over the druuth, but Hlaavin wants to avoid openly moving against them until the group's position within the social fabric of Waterdeep is more secure. In addition, the leader of the Unseen wants control of Telakin's *mind clone*, but it needs Telakin's knowledge of the artifact in order to use it effectively.

Some weeks ago, Hlaavin tasked the doppelganger Ixiaxian with keeping an eye on Telakin. The leader of the Unseen instructed his lackey to watch for an opportunity to move against Telakin and his mysterous master through the manipulation of a third party (such as the PCs).

While spying on Telakin's agents, Ixiaxian observes their interest in the PCs. At the first opportunity, Ixiaxian replaces one of the PCs with the assistance of other doppelgangers loyal to Hlaavin. Ixiaxian's objective is not to betray the PCs in area **D15**, as discussed in the adventure, but to use them as a defensive shield behind which it can spy directly on Telakin's operations. (Change encounter **D15** to be all doppelgangers and not include the missing PC. The EL remains unchanged, as Ixiaxian does not betray the PCs here, but one additional doppelganger is present in the guise of the PC Ixiaxian already replaced.) If possible, Ixiaxian seeks to avoid damage to the Telakin's device and keep Telakin alive (for now), but its primary objective is to ferret out the identity of Telakin's suspected secret master and, if possible, have the PCs bring him down. Once Ilserv is dead, Ixiaxian arranges an ambush at a later date by a doppelganger loyal to Hlaavin, fearing that the PCs have learned too much about the operations of the Unseen. This ambush occurs during the events of "The Spire of Long Shadows" in the village of Longsaddle (Magepoint).

If Ixiaxian's deception is discovered by the PCs during the course of the adventure, whether through their own actions or because Telakin discovers its presence, Ixiaxian bargains with the PCs for its life. Hlaavin's agent offers to trade Telakin (if still alive) or itself (if Telakin is dead) for the abducted PC, if the rest of the PCs agree to destroy Telakin's hidden master. If the PCs acquiesce, Hlaavin arranges an ambush by Mask's Conscripts during the prisoner swap, again fearing that the PCs have learned too much about the operations of the Unseen. If this ambush fails, Hlaavin arranges a second attempt during the events of "The Spire of Long Shadows," as noted above.

A Night on the Town: Wormfood #4 in the Forgotten Realms

Entertainment can be found in every quarter of the City of Splendors, as detailed in *City of Splendors: Waterdeep* and the 2e product, *Volo's Guide to Waterdeep* (still available online in PDF format from various vendors). Four locales detailed in *Dragon* #336 are easily placed in Waterdeep. The Blueberry Theatre is best placed in the southeastern corner of Castle Ward. The Checkered Circle is usually found in Dock Ward. Thaddeus Tightfist is in the employ of Elaith "the Serpent" Craulnobur, the infamous elven crime lord who secretly owns the operation. Honest Axebeard's House of Dice is also well suited for Castle Ward, at the northern end of the district just south of the Market. Josiel's Bathhouse is appropriate for the northern end of Trades Ward, just east of the Market. None of these locales lies on a major road, but all are famous enough to come to the attention of the PCs.

RUNNING "THE HALL OF HARSH REFLECTIONS" IN EBERRON

by Keith Baker

"The Hall of Harsh Reflections" brings the adventurers to the Free City, where a mind flayer tries to destroy them through use of his doppelganger thralls. Here are a few ideas for converting this scenario to the world of Eberron.

Journey to the Free City

The roads of Breland are dangerous, but the danger is more likely to come from people than monsters. Wild creatures rarely strike on the road, but in the aftermath of the Last War, other travelers may be far more dangerous than animals. Here's an alternative encounter chart:

d%	Encounter
01–10	3 angry warforged (male personality warforged fighter 2) (EL 4)
11–20	4 unhinged soldiers (male human warrior 2/barbarian 1) (EL 5)
21–25	2 thieves (male and female human rogue 3) (EL 5)
26–30	2 harpies (EL 6)
31-35	2 trolls (EL 7)
36–40	1 warforged insurgent (female personality warforged rogue 4/artificer 3) (EL 7)
41–00	none

Angry Warforged: These warforged have been stirred into a frenzy by agents of the Lord of Blades, and are filled with anger towards the humans who "built them to die." They will be hostile toward any party including members of House Cannith; otherwise they are simply unfriendly. They are spoiling for a fight, but if the party acts in a conciliatory manner (especially if a warforged PC acts as party spokesman) hostilities can be avoided.

Unhinged Soldiers: These crazed warriors are described in the web enhancement for "Encounter at Blackwall Keep." Driven mad by the war, they will attack with no concern for self-preservation.

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Thieves: These brigands are former scouts from the Cyran army. They steal both as a matter of survival, but also out of a desire to avenge their fallen country. They won't attack a group containing Cyrans, although they may approach the adventurers and encourage the Cyrans to join their fight.

Harpies and Trolls: These creatures were brought over from Droaam to fight in the Last War; with the war over, they are slaking their bloody instincts as bandits.

Warforged Insurgent: Trained to serve as an assassin in the Last War, this warforged soldier has whole-heartedly embraced the ideology of the Lord of Blades. She has been preaching to the warforged of the region, but she also takes pleasure in hunting creatures of flesh. She is patient and will stalk the party, waiting for people to sleep; she will then use *cat's grace* and *personal weapon augmentation*, sniping at the guards and hoping that sneak attack damage and the effect of the augmented weapon can quickly incapacitate foes. If a warforged is with the party, the insurgent will focus on the other members of the party, planning to speak to the warforged once she has eliminated the humanoids.

Welcome to the Free City

The Free City is one of the most fabulous cities in the world—and in Eberron, it should come as no surprise that this becomes Sharn, the City of Towers. The party enters the city through Wroann's Gate in Lower Tavick's Landing, with the massive statue of Queen Wroann ir'Wynarn raising her sword high above the gate.

The Parade of Thieves: The parade is part of House Phiarlan's Carnival of Shadows, showcasing the fabulous beasts the circus has brought to town.

Chapter Two: Eligos and the Crooked House

Eligos lives in the Platinate district of Upper Menthis. Eligos himself is an agent of the Chamber; while he is a powerful wizard, he has chosen to keep the full extent of his arcane skills hidden from the general populace. He is not aligned with any of the wizard's circles, and is known merely as a sage and scholar, albeit one of considerable skill.

The Crooked House makes an excellent addition to the Underlook district of Middle Dura.

Villains: Telakin and Zyrxog

Telakin and his band of doppelgangers have no connections to the Tyrants of Sharn. The greater doppelgangers are creatures of the Dragon Below, the result of generations of daelkyr and illithid experimentation. Telakin was sent to this city to aid a local mind flayer, and has lured followers from among the doppelganger community with promises of power. If you wish to have this group play a long-term role in the game, they could actually be rivals of the Tyrants. Tyrant One has his own plans to spread changeling influence across Sharn, and his agenda doesn't match that of Telakin's doppelganger-only society. If adventurers think the Daask/Boromar conflict makes life difficult, wait until they are caught in a middle of a gang war between two different gangs of shapeshifters! The Tyrants do not have access to the *mind clone*; but once they learn of it, they will certainly want to acquire it.

As for Zyxog, Sharn already has a local mind flayer: Chyrassk, mentioned on pages 102 and 175 of the *Sharn: City of Towers* sourcebook. The simplest path is to replace Zyrxog with Chyrassk: keep the statistics given in the adventure, but use Chyrassk's name and his home in Khyber's Gate. However, if Chyrassk has already played a significant role in your campaign, Zyrxog can simply be an additional mind flayer who shares the city with Chyrassk. The Cults of the Dragon Below are splintered by nature; if Chyrassk and Zyrxog are pursuing different projects, it's wouldn't be surprising for them to remain apart from one another.

Chapter Three: Sodden Hold

Sodden Hold is located in the Grayflood district of Cliffside. Everything else about this section can be used just as it stands. If the DM wants to add local flavor, Ilya Starmane could be replaced with Cyra ir'Tain (*Sharn: City of Towers* page 86); rescuing her will earn the party a powerful ally in the ir'Tain family.

Swapping the Drow

In Eberron, the drow have no ties to Khorvaire or to Khyber, and it would be very unusual for the mind flayer to have drow servants. Instead, Zyrxog is assisted by agents of the Dragon Below: the dolgaunts. Use dolgaunt monks in place of the drow thralls, and the revised version of Myrianaas as given below: a ghastly female dolgaunt who channels the power of Xoriat itself.

Like the drow, the dolgaunts will use darkness to their advantage, relying on *oil of darkness* and blindsight. They will use their long tentacles to trip enemies, taking advantage of reach and Combat Reflexes to keep opponents on the ground.

Dolgaunt Monk **CR 5**

Male dolgaunt monk 3
Eberron Campaign Setting 281
LE Medium aberration
Init +5
Senses blindsight 360 ft.; Spot +9, Listen +8
Languages Common, Goblin, Orc, Undercommon; can silently communicate with other dolgaunts within 30 feet.

AC 22, touch 19, flat-footed 17
hp 29 (5 HD) **DR** 5/byeshk or magic
Fort +4 **Ref** +8 **Will** +10 (+12 vs enchantment); evasion

Spd 40 ft. (8 squares)
Melee 2 tentacles +7 (1d3+4) or unarmed strike +7 (1d6+4) or unarmed strike +5/+5 (1d6+4)
Space 5 ft. **Reach** 5 ft. (10 ft. with tentacles)
Base Atk +3; **Grp** +11
Atk Options Combat Expertise, Improved Grapple, Improved Trip
Special Atk vitality drain
Combat Gear *potion of cure moderate wounds, potion of mage armor, oil of darkness,* alchemist's fire (2), tanglefoot bag

Abilities Str 18, Dex 21, Con 12, Int 14, Wis 18, Cha 8
Feats Combat Expertise, Combat Reflexes, Deflect Arrows, Improved Grapple, Improved Trip, Improved Unarmed Strike
Skills Balance +11, Climb +8, Hide +12, Jump +11, Listen +8, Move Silently +12, Spot +9, Tumble +15
Possessions combat gear

Vitality Drain (Ex): On a successful grapple check, the dolgaunt deals one point of Constitution damage in addition to normal damage. If injured, it also heals 2 points of damage.

Myrianaas **CR 9**

Female dolgaunt monk 1/cleric 8 (Dragon Below)
Eberron Campaign Setting 281
LE Medium aberration
Init +4
Senses blindsight 360 ft.; Spot +5, Listen +5
Languages Common, Goblin, Undercommon; can silently communicate with other dolgaunts within 30 feet.

AC 25, touch 20, flat-footed 20
hp 71 (11 HD)
DR 5/byeshk or magic
Fort +10 **Ref** +8 **Will** +15

Spd 30 ft. (6 squares)
Melee 2 tentacles +9 (1d3+4) or +1 *morning star of spell storing* +10 (1d8+5) or

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unarmed strike +9 (1d6+4) or
unarmed strike +7/+7 (1d6+4) or
Space 5 ft. **Reach** 5 ft. (10 ft. with tentacle)
Base Atk +5; **Grp** +13
Atk Options Improved Grapple, Improved Trip
Special Attacks rebuke undead 3/day (+1, 2d6+8, 8th), spontaneous casting (*inflict* spells), vitality drain
Combat Gear *potion of barkskin +2*, *potion of blur*
Spells Prepared (CL 8th, +9 melee touch):
4th—*confusion*[D] (DC 21), *cure critical wounds*, *divine power*, *freedom of movement*
3rd—*bestow curse*[D] (DC 18), *cure serious wounds*, *deeper darkness*, *dispel magic*, *prayer*
2nd—*cure moderate wounds*, *death knell* (DC 17), *hold person* (DC 19) (2), *touch of madness*[D] (DC 19)
1st—*cure light wounds* (2), *divine favor*, *cause fear* (DC 16), *lesser confusion*[D] (DC 18), *sanctuary* (DC 16), *shield of faith*
0—*cure minor wounds* (3), *detect magic*, *detect poison*, *resistance*
D: Domain spell. Domains: Dragon Below, Madness

Abilities Str 18, Dex 20, Con 14, Int 12, Wis 20, Cha 8
SQ Once per day, may add +3 to one Will save or Wisdom skill check (Madness domain granted power)
Feats Augment Summoning, Combat Reflexes, Deflect Arrows, Greater Spell Focus (enchantment), Improved Grapple, Improved Trip, Improved Unarmed Strike, Spell Focus (enchantment)
Skills Balance +11, Climb +8, Concentration +12, Hide +11, Jump +6, Knowledge (religion) +7, Listen +5, Move Silently +7, Spot +5, Tumble +14
Possessions combat gear, *+1 morning star of spell storing* (*hold person* [DC 19]), *bracers of armor +2*

Vitality Drain (Ex): On a successful grapple check, the dolgaunt deals one point of Constitution damage in addition to normal damage. If injured, it also heals 2 points of damage.

Udon with Chris Stevens, Mark Sinclair & Kevin Yan

THE HIVE

by Philip Larwood

The once-dwarven wizard Hehranna knows that her previous race, for all its pride and skill, is hampered and distracted by lesser concerns—family, friendship, emotion. Once they join the Hive, they won't begrudge a few moments of pain in exchange for the industrious awakening she has to offer them. A D&D adventure for 5th-level characters.

Hehranna

Udon with Chris Stevens, Mark Sinclair & Kevin Yan

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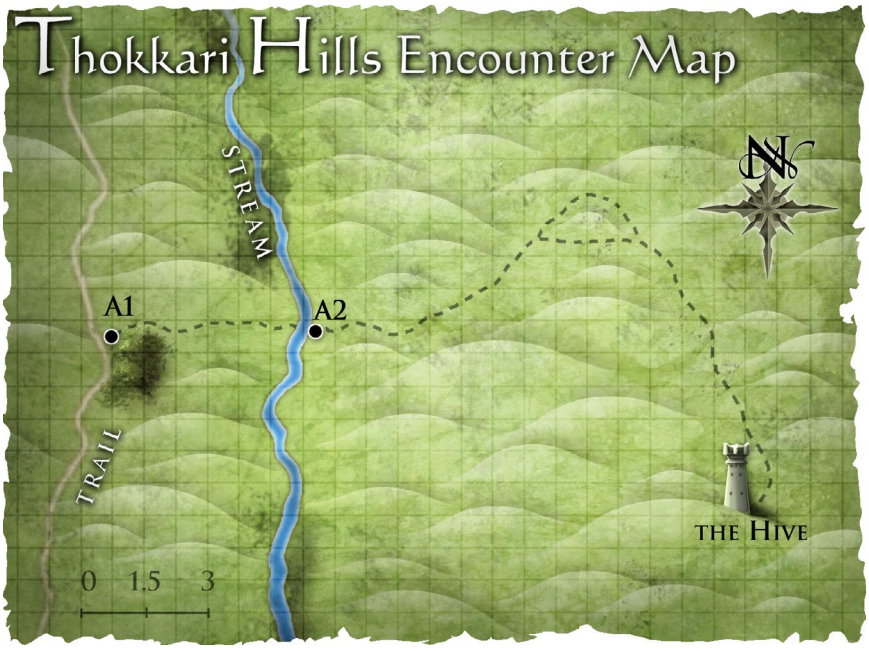

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Hiveblood Ettin

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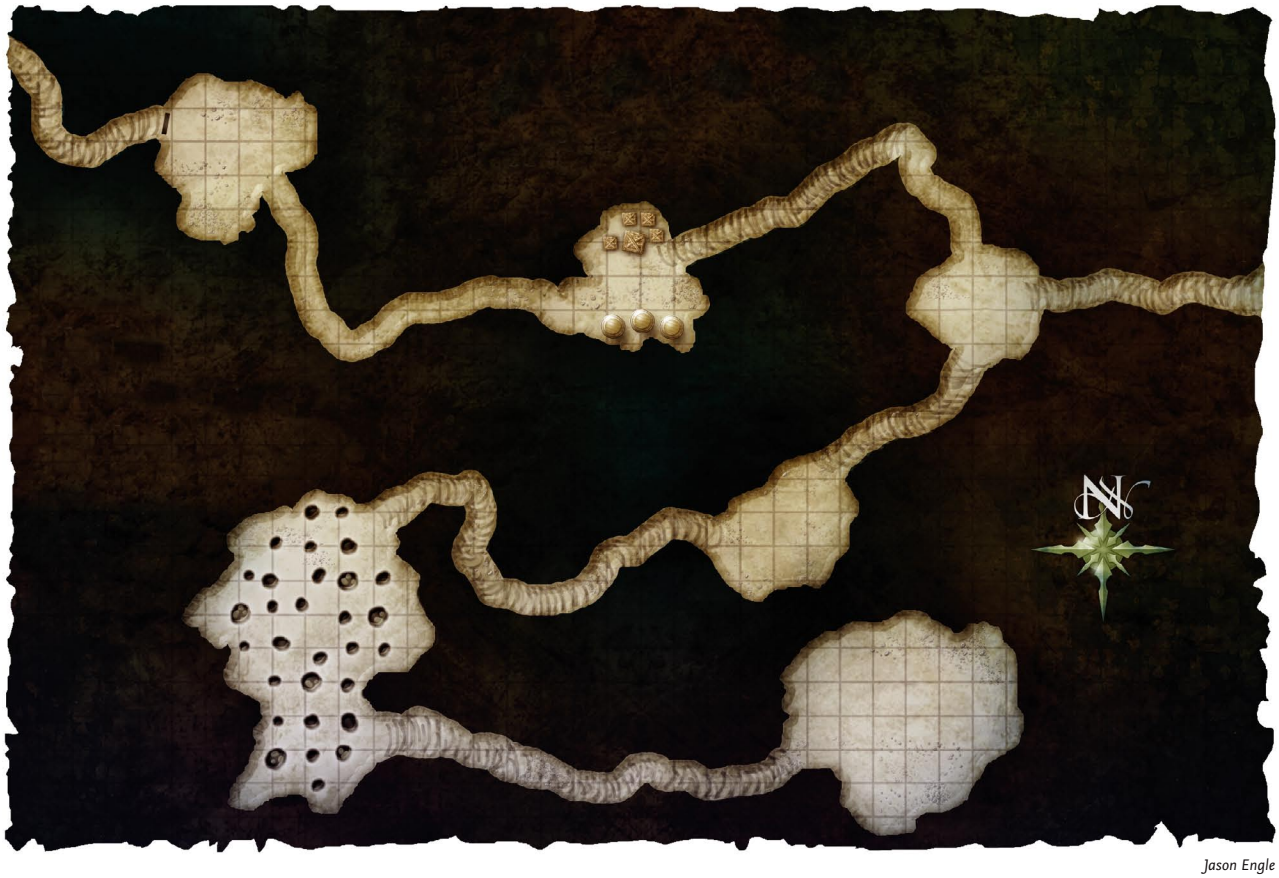

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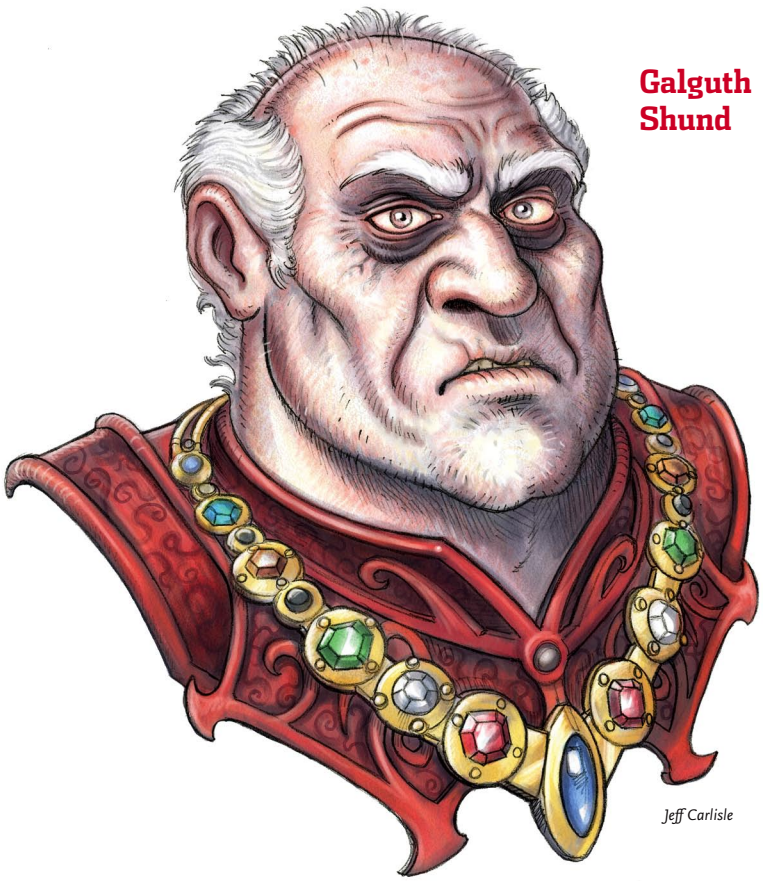
Jeff Carlisle

DUNGEON OF THE CRYPT

by Eric L. Boyd

The High Hunt leaves the streets of Waterdeep and heads beneath the City of the Dead where monstrous criminal overlords compete for the favor of their mysterious master. It will take more than skill with a blade to cut through the web of deceit and treachery that surrounds the Vampire Master of Waterdeep. Do you have what it takes to survive the Dungeon of the Crypt? The second adventure in the Vampires of Waterdeep Campaign Arc, "Dungeon of the Crypt" is a Forgotten Realms adventure for 13th-level characters.

Galguth Shund



Jeff Carlisle

Nar'Shindah

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Selphucher of the Caliph

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Flying Fingers

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Fhang

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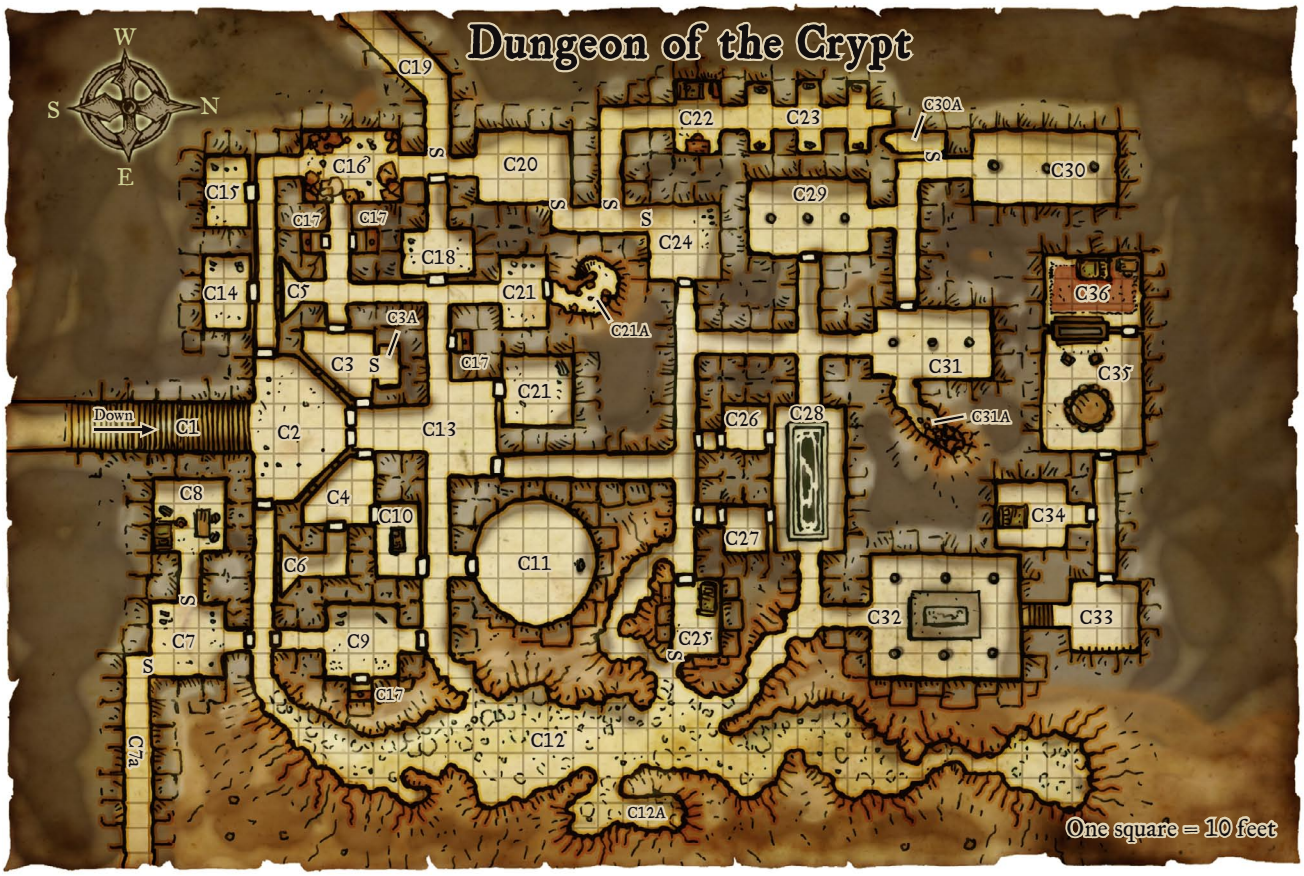

Robert Lazzaretti

Robert Lazzaretti

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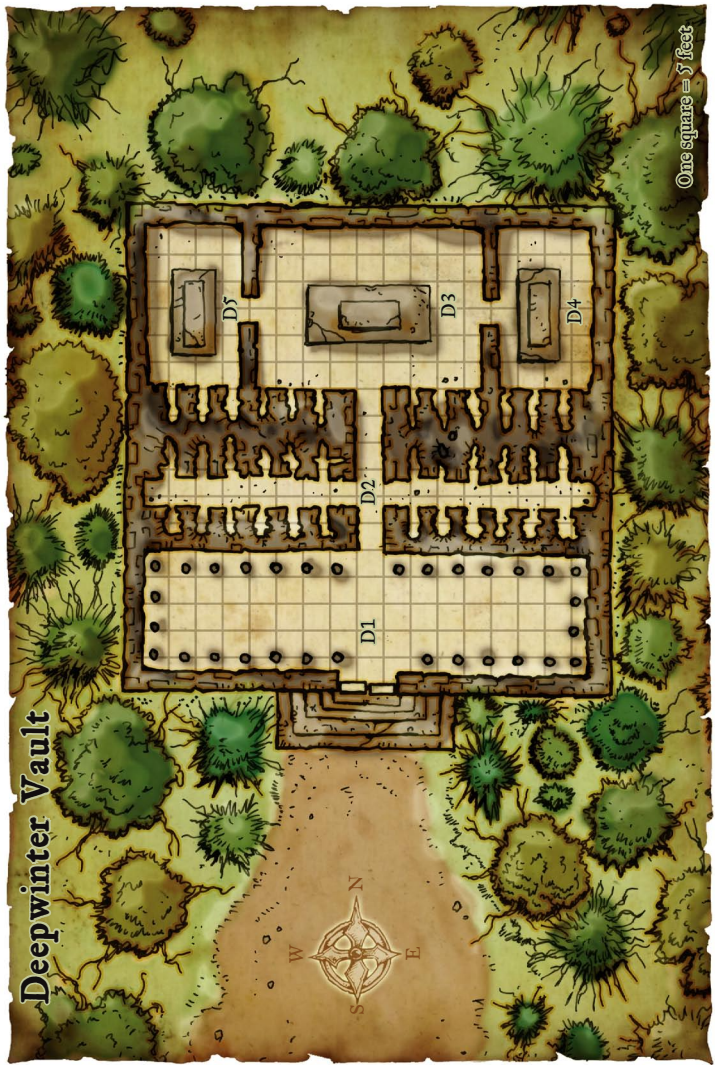

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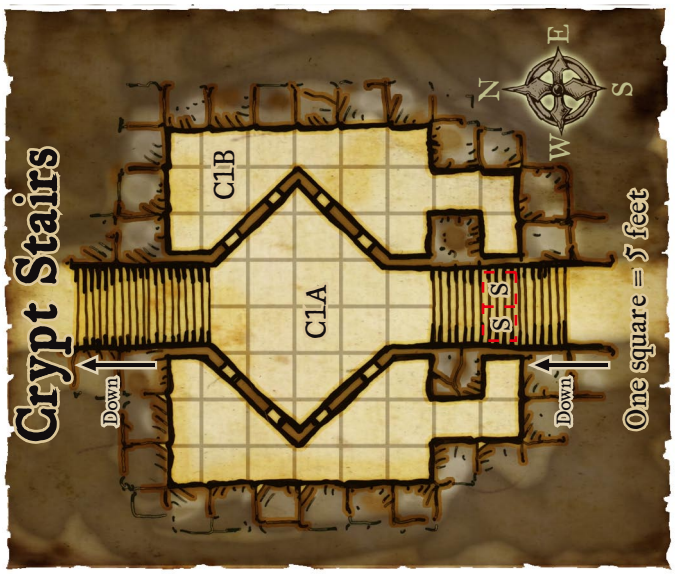

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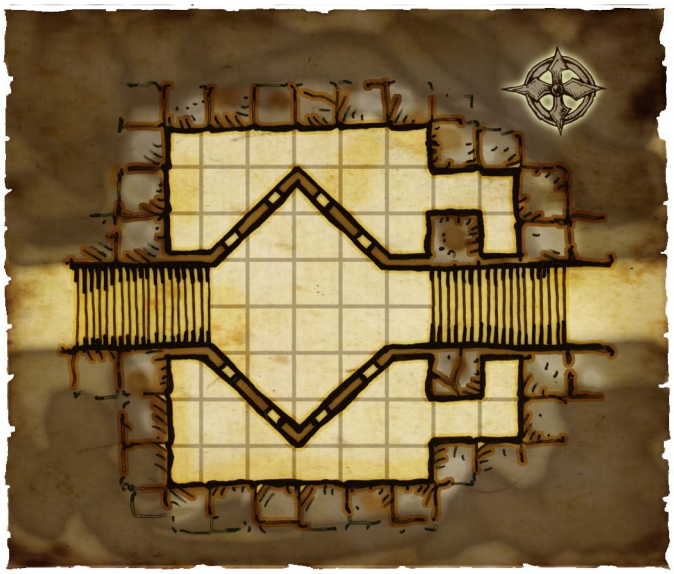

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